

Hearing Date and Time: November 7, 2013 at 2:00 p.m. (Prevailing Eastern Time)  
Response Date and Time: October 23, 2013 at 4:00 p.m. (Prevailing Eastern Time)

**MORRISON & FOERSTER LLP**

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*Counsel for the Debtors and  
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

.....	)	
In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Jointly Administered
.....	)	

**NOTICE OF DEBTORS' FIFTIETH OMNIBUS OBJECTION TO CLAIMS  
(NO LIABILITY BORROWER CLAIMS – BOOKS AND RECORDS)**

**PLEASE TAKE NOTICE** that the undersigned have filed the attached *Debtors' Fiftieth Omnibus Objection to Claims (No Liability Borrower Claims – Books and Records)* (the "Omnibus Objection"), which seeks to alter your rights by disallowing and expunging your claim against the above-captioned Debtors.

**PLEASE TAKE FURTHER NOTICE** that a hearing on the Omnibus Objection will take place on **November 7, 2013 at 2:00 p.m. (Prevailing Eastern Time)** before the Honorable Martin Glenn, at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, Room 501.

**PLEASE TAKE FURTHER NOTICE** that objections, if any, to the Omnibus Objection must be made in writing, conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Notice, Case Management, and Administrative Procedures approved by the Bankruptcy Court [Docket No. 141], be filed electronically by registered users of the Bankruptcy Court's electronic case filing system, and be served, so as to be received no later than **October 23, 2013 at 4:00 p.m. (Prevailing Eastern Time)**, upon: (a) counsel to the Debtors, Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attention: Gary S. Lee, Norman S. Rosenbaum, and Jordan A. Wishnew); (b) the Office of the United States Trustee for the Southern District of New York, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 10014 (Attention: Tracy Hope Davis, Linda A. Riffkin, and Brian S. Masumoto); (c) counsel for the committee of unsecured creditors, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10036 (Attention: Kenneth Eckstein and Douglas Mannal); (d) special counsel to the Committee, SilvermanAcampora LLP, 100 Jericho Quadrangle, Suite 300, Jericho, NY 11753 (Attention: Ronald J. Friedman).

**PLEASE TAKE FURTHER NOTICE** that if you do not timely file and serve a written response to the relief requested in the Omnibus Objection, the Bankruptcy Court may deem any opposition waived, treat the Omnibus Objection as conceded, and enter an order granting the relief requested in the Omnibus Objection without further notice or hearing.

Dated: September 20, 2013  
New York, New York

/s/ Norman S. Rosenbaum  
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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

_____	)	
In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Jointly Administered
_____	)	

**DEBTORS' FIFTIETH OMNIBUS OBJECTION TO CLAIMS  
(NO LIABILITY BORROWER CLAIMS – BOOKS AND RECORDS)**

**THIS OBJECTION SEEKS TO DISALLOW AND EXPUNGE CERTAIN FILED PROOFS OF  
CLAIM. CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES  
AND CLAIMS ON EXHIBIT A ATTACHED TO THE PROPOSED ORDER.**

**IF YOU HAVE QUESTIONS, PLEASE CONTACT  
DEBTORS' COUNSEL, JORDAN A. WISHNEW, AT (212) 468-8000.**

TO THE HONORABLE MARTIN GLENN  
UNITED STATES BANKRUPTCY JUDGE:

Residential Capital, LLC and its affiliated debtors, in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), as debtors and debtors in possession (collectively, the “Debtors”), respectfully represent:

**RELIEF REQUESTED**

1. The Debtors file this fiftieth omnibus objection to claims (the “Objection”) pursuant to section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim filed in these Chapter 11 Cases (the “Procedures Order”) [Docket No. 3294], seeking entry of an order (the “Proposed Order”), in a form substantially similar to that attached hereto as Exhibit 5, to disallow and expunge the claims listed on Exhibit A<sup>1</sup> annexed to the Proposed Order. In support of this Objection, the Debtors submit the Declaration of Deanna Horst in Support of the Debtors’ Fiftieth Omnibus Claims Objection (the “Horst Declaration,” attached hereto as Exhibit 1), the Declaration of Norman S. Rosenbaum of Morrison & Foerster LLP, counsel to the Debtors (the “Rosenbaum Declaration,” attached hereto as Exhibit 2) and the declaration of Robert D. Nosek of SilvermanAcampora LLP as Special Counsel (“Special Counsel”) to the Creditors’ Committee for Borrower Issues (the “Nosek Declaration,” attached hereto as Exhibit 3).

2. The Debtors, in consultation with Special Counsel, have examined the proofs of claim identified on Exhibit A to the Proposed Order as well as the books and records the Debtors maintain in the ordinary course of business, and determined that the proofs of claim

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<sup>1</sup> Claims listed on Exhibit A are reflected in the same manner as they appear on the claims register maintained by KCC (defined herein).

listed on Exhibit A (collectively, the “No Liability Borrower Claims”) are not liabilities of the Debtors. This determination was made after the holders of the No Liability Borrower Claims who submitted insufficient documentation were given an opportunity under the Procedures Order to supply additional documentation to substantiate their respective claims. Accordingly, the Debtors seek entry of the Proposed Order disallowing and expunging the No Liability Borrower Claims from the claims register.

3. The proofs of claim identified on Exhibit A annexed to the Proposed Order solely relate to claims filed by current or former borrowers (collectively, the “Borrower Claims” and each a “Borrower Claim”). As used herein, the term “Borrower” means a person who is or was a mortgagor under a mortgage loan originated, serviced, and/or purchased or sold by one or more of the Debtors.<sup>2</sup>

4. The Debtors expressly reserve all rights to object on any other basis to any No Liability Borrower Claim as to which the Court does not grant the relief requested herein.

### **JURISDICTION**

5. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

### **BACKGROUND**

6. On May 14, 2012 (the “Petition Date”), each of the Debtors filed a voluntary petition in this Court for relief under chapter 11 of the Bankruptcy Code. The Debtors are managing and operating their businesses as debtors in possession pursuant to Bankruptcy

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<sup>2</sup> The terms “Borrower” and “Borrower Claims” are identical to those utilized in the Procedures Order [Docket No. 3294].

Code sections 1107(a) and 1108. These Chapter 11 Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b).

7. On May 16, 2012, the United States Trustee for the Southern District of New York appointed a nine member official committee of unsecured creditors [Docket No. 102] (the “Creditors’ Committee”).

8. On June 20, 2012, the Court directed that an examiner be appointed (the “Examiner”), and on July 3, 2012, the Court approved Arthur J. Gonzalez as the Examiner [Docket Nos. 454, 674]. On May 13, 2013, the Examiner filed his report under seal [Docket Nos. 3677, 3697]. On June 26, 2013, the report was unsealed and made available to the public [Docket No. 4099].

9. On July 3, 2013, the Debtors filed the *Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 4153] (the “Plan”) and the *Disclosure Statement for the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 4157] (the “Disclosure Statement”). On August 16, 2013, the Debtors filed a revised Disclosure Statement, which included a revised copy of the Plan [Docket No. 4733], which was further revised on August 20, 2013 [Docket No. 4770]. On August 23, 2013, the Court entered an order approving, *inter alia*, the Disclosure Statement, as amended.

10. On July 17, 2012, the Court entered an order [Docket No. 798] appointing Kurtzman Carson Consultants LLC (“KCC”) as the notice and claims agent in these Chapter 11 Cases. Among other things, KCC is authorized to (a) receive, maintain, and record and otherwise administer the proofs of claim filed in these Chapter 11 Cases and (b) maintain the official claims register for the Debtors.

11. On August 29, 2012, this Court entered an order approving the Debtors' motion to establish procedures for filing proofs of claim in the Chapter 11 Cases [Docket No. 1309] (the "Bar Date Order"). The Bar Date Order established, among other things, (i) November 9, 2012 at 5:00 p.m. (Prevailing Eastern Time) as the deadline to file proofs of claim by virtually all creditors against the Debtors (the "General Bar Date") and prescribing the form and manner for filing proofs of claim; and (ii) November 30, 2012 at 5:00 p.m. (Prevailing Eastern Time) as the deadline for governmental units to file proofs of claim (the "Governmental Bar Date"). Bar Date Order ¶¶ 2, 3. On November 7, 2012, the Court entered an order extending the General Bar Date to November 16, 2012 at 5:00 p.m. (Prevailing Eastern Time) [Docket No. 2093]. The Governmental Bar Date was not extended.

12. To date, approximately 7,160 proofs of claim have been filed in these Chapter 11 Cases as reflected on the Debtors' claims register.

13. On March 21, 2013, the Court entered the Procedures Order, which authorizes the Debtors to, among other things, file omnibus objections to no more than 150 claims at a time, on various grounds, including those set forth in Bankruptcy Rule 3007(d) and those additional grounds set forth in the Procedures Order. See Procedures Order at 2-3.

14. Based on substantial input from counsel to the Creditors' Committee and Special Counsel, the Procedures Order includes specific protections for Borrowers and sets forth a process for the Debtors to follow before objecting to certain categories of Borrowers Claims (the "Borrower Claim Procedures").

15. The Borrower Claim Procedures generally provide, *inter alia*, that prior to objecting to Borrower Claims, the Debtors must (i) consult with Special Counsel and provide Special Counsel with a list of the claims at issue, and (ii) review their books and records to determine if any amounts are owed to such Borrowers. For Borrower Claims filed with no or



insufficient documentation, prior to filing an objection, the Debtors, in cooperation with Special Counsel, must also send each such Borrower claimant a letter, with notice to Special Counsel, requesting additional documentation in support of the purported claim (the “Request Letter”). See Procedures Order at 4.

16. In connection with the claims reconciliation process, the Debtors identified the No Liability Borrower Claims as claims filed by Borrowers that (i) contradict the information in the Debtors’ books and records and/or (ii) fail to establish a liability against any of the Debtors.

17. In May and June of 2013, after consulting with Special Counsel, the Debtors sent Request Letters, substantially in the form as those attached as Exhibit 4, to those Borrowers who filed the No Liability Borrower Claims with insufficient or no supporting documentation requesting additional documentation in support of such claims. The Request Letters state that the claimant must respond within thirty (30) days (the “Response Deadline”) with an explanation that states the legal and factual reasons why the claimant believes it is owed money or is entitled to other relief from the Debtors and the claimant must provide copies of any and all documentation that the claimant believes supports the basis for its claim. See Request Letters at 1. The Request Letters further state that if the claimant does not provide the requested explanation and supporting documentation within 30 days, the Debtors may file a formal objection to the claimant’s claim, seeking to have the claim disallowed and permanently expunged. Id.

18. The Response Deadline has passed, and the Debtors either have not received any response to the Request Letters or received insufficient information to establish a basis for liability with respect to the applicable No Liability Claims. See Horst Declaration at ¶ 4; Nosek Declaration at ¶ 8.

**THE NO LIABILITY BORROWER CLAIMS  
SHOULD BE DISALLOWED AND EXPUNGED**

19. Based upon their review of the proofs of claim filed on the claims register maintained by KCC, and after consulting with Special Counsel and complying with the Borrower Claims Procedures, the Debtors determined that their books and records do not reflect any basis for the No Liability Borrower Claims identified on Exhibit A annexed to the Proposed Order under the heading “*Claims to be Disallowed and Expunged.*” Accordingly, these proofs of claim do not represent valid prepetition claims against the Debtors. If the No Liability Borrower Claims are not disallowed and expunged, then the parties who filed these proofs of claim may potentially receive a wholly improper recovery to the detriment of other creditors in these Chapter 11 Cases. See Horst Declaration ¶ 7.

20. A filed proof of claim is “deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502(a). If an objection refuting at least one of the claim’s essential allegations is asserted, the claimant has the burden to demonstrate the validity of the claim. See In re Oneida Ltd., 400 B.R. 384, 389 (Bankr. S.D.N.Y. 2009); In re Adelphia Commc’ns Corp., Case No. 02-41729 (REG), 2007 Bankr. LEXIS 660, at \*15 (Bankr. S.D.N.Y. Feb. 20, 2007); In re Rockefeller Ctr. Props., 272 B.R. 524, 539 (Bankr. S.D.N.Y. 2000). Section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed to the extent that “such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law.” 11 U.S.C. 502(b)(1).

21. The Debtors diligently analyzed the No Liability Borrower Claims and compared the claims set forth therein to their books and records. See Horst Declaration at ¶¶ 4-6. In addition, the Debtors contacted those Borrowers who filed the No Liability Borrower Claims whose claims were filed with insufficient or no supporting documentation and requested that they provide additional information so that the Debtors could reconcile such claimants’ filed

claims with their books and records; however, the Borrowers who received the Request Letters either failed to respond to the Debtors' requests or failed to provide sufficient information to establish a basis for liability. See id. at ¶ 4. Consequently, the Debtors determined that they have no liability due and owing in relation to each of the No Liability Borrower Claims See id. at ¶¶ 4-6.

22. More specifically, and as identified on Exhibit A to the Proposed Order under the heading titled "*Reason(s) for Disallowance*," the Debtors' objections to the No Liability Borrower Claims are generally based on one or more of the following categories:

(i) General No Liability. This category includes No Liability Borrower Claims based on issues that do not constitute a valid, legal obligation on the part of the Debtors to the Borrowers, including, without limitation, claims relating to Borrowers' requests to reduce loan balances, reduce interest rates or forgive outstanding loan balances (the "General No Liability Claims"). With respect to the General No Liability Claims, the Debtors examined their books and records, including the claimant's payment history, the Debtors' internal servicing notes and other records as applicable, to determine whether any obligations exist as to these claimants. See Horst Declaration at ¶ 6(i). To the extent that the "*Reason(s) for Disallowance*" on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is a General No Liability Claim, the Debtors determined that none of the Debtor entities recognize any existing obligation to these claimants and none of the Borrowers are entitled to the claims being sought. See id.

(ii) Origination Issues. This category includes No Liability Borrower Claims based on loan origination issues (the "Origination Issues Claims"), which include, without limitation, claims relating to disputes regarding loan terms, rights of rescission or a defective title exam. With respect to the Origination Issues Claims, the Debtors examined their books and records to determine whether any Debtor was involved in the origination of the applicable loans. See id. at ¶ 6(ii). The executed mortgage note was also reviewed to verify this. See id. To the extent that the "*Reason(s) for Disallowance*" on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is an Origination Issues Claim, the Debtors determined that no Debtor entity was involved in the origination of the loan. The claims asserted in the Origination Issues Claims cannot be imputed to any Debtor in its capacity as servicer or assignee of the loan.

(iii) Escrow Issues. This category includes No Liability Borrower Claims based on the alleged improper application or calculation of escrow amounts (the “Escrow Issues Claims”). For the Escrow Issues Claims, the Debtors examined their books and records to verify whether the escrow payments received by the Debtors were applied correctly and whether the Debtors’ records contained any information to support or refute the bases for the Escrow Issues Claims. See id. at ¶ 6(iii). Such examination of the books and records included a review of the Debtors’ escrow receipts and payments, the annual escrow analysis sent to borrowers and any servicing notes and written communication between the Debtors and the applicable borrower(s). See id.

To the extent that the “*Reason(s) for Disallowance*” on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is an Escrow Issues Claim: (a) in cases where a claimant asserted that the mortgage payments increased significantly to cover an escrow shortfall, the Debtors determined that the mortgage payments received were all correctly applied; (b) in cases where a claimant asserted that the escrow collected was insufficient to cover the property taxes and insurance, the Debtors reviewed the escrow statements issued to the claimant, which outlined the amounts paid that year compared to what was estimated, as well as account notes to the extent that there was an escrow account added to the loan, and determined that they have no liability as long as all amounts received from the borrower were accurately recorded because the Borrowers are liable for the taxes and insurance on their real property; and (c) in cases where a claimant asserted that it was owed a refund, the Debtors looked at (1) the escrow statement issued to the claimant to determine if there was a refund due, (2) the history of the loan to determine if a check was issued for the refund and (3) the internal account notes to determine if there were discussions with the claimant regarding an escrow refund not being received, and found that any refunds due were previously paid. See id. Moreover, to the extent that the Debtors’ books and records indicated that the issues asserted by a claimant occurred after the Debtors ceased servicing the underlying loan, the Debtors concluded that they had no liability with respect to the claim. See id.

(iv) Wrongful Foreclosure. This category includes No Liability Borrower Claims based, either directly or indirectly, on allegations of wrongful foreclosure (the “Wrongful Foreclosure Claims”). For the Wrongful Foreclosure Claims, the Debtors examined their books and records to verify that the Debtors foreclosed properly and, where applicable, took the appropriate loss mitigation steps. Such examination of the Debtors’ books and records included a review of the claimant’s payment history and the Debtors’ internal servicing notes, as well as, where applicable, the claimants’ loan modification applications, loan modification approval letters, loan modification denial letters, compliance with loan modifications (trial and/or permanent), compliance with any other payment plans (forbearance and repayment), short sale applications

and history, investor guidelines and/or direction, breach letters, and/or foreclosure related documents. See id. at ¶ 6(iv). In addition, where a claimant asserted that he or she did not execute the mortgage note, the Debtors also examined their internal servicing notes to determine whether any previous identity theft claims were alleged, and compared the signatures on other executed documents in the claimant's file, as well as examining the payment history and any other information in the Debtors' possession including tax records reflecting whether the claimant deducted interest on the mortgage. See id. Moreover, where a Wrongful Foreclosure Claim was based on issues related to a short sale, the Debtors further reviewed their records to determine whether a short sale approval had been requested, and, if so and if such request was denied, whether the reason for denial was proper. See id. Appropriate reasons for denying a short sale request include, without limitation, a claimant's failure to submit executed sale contracts, a claimant's failure to obtain approval from second lien holders and/or a claimant's short sale request did not comply with the investor's requirements. See id.

Accordingly, to the extent that the "*Reason(s) for Disallowance*" on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is a Wrongful Foreclosure Claim, the Debtors, based on the information in their books and records, have determined that they do not have any liability regarding such claims because (a) the applicable Debtor foreclosed properly and took the appropriate loss mitigation steps; (b) there was no evidence of identity theft; or (c) the Debtor's reason for denying a claimant's short sale request was appropriate. See id. Furthermore, to the extent that a non-debtor entity foreclosed on a claimant's property, such foreclosure is beyond the control and responsibility of the Debtors, and the Debtors are not liable for any claims resulting from the actions of a non-Debtor entity.

(v) Standing Issues. This category includes No Liability Borrower Claims alleging that the Debtors lacked standing to service or otherwise enforce the terms of the claimant's loan (the "Standing Issues Claims"). For the Standing Issues Claims, the Debtors examined their books and records to determine whether the Debtors had standing with regard to the claimants' respective loans. See id. at ¶ 6(v). Such examination included a review of the claimant's note, payment histories and the Debtors' internal servicing notes. See id. To the extent that the "*Reason(s) for Disallowance*" on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is a Standing Issues Claim, the Debtors determined that they had no liability with respect to the claim because the Debtors had proper authority to (a) service the loan and (b) enforce the terms of the claimant's loan on behalf of the owner of the loan.

(vi) Credit Reporting Issues. This category includes No Liability Borrower Claims that are based, either directly or indirectly, on alleged errors by the Debtors in how they reported the Borrower's loan

performance to the credit reporting agencies, including claims alleging that the Debtors failed to apply or misapplied mortgage payments resulting in a negative report regarding the Borrower's loan performance (the "Credit Reporting Issues Claims"). With respect to the Creditor Reporting Issues Claims, the Debtors examined their books and records for evidence that the alleged payments were made, which included reviewing payment histories and the Debtors' internal servicing notes containing information reported to the credit bureaus, as well as any supporting documentation attached to the Credit Reporting Issues Claims. See id. at ¶ 6(vi). To the extent that the "Reason(s) for Disallowance" on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is a Credit Reporting Issues Claim, the Debtors found no evidence of the alleged errors and determined that the Debtors have no liability with respect to such claim. See id.

(vii) Interest Rates and Fees Collected. This category includes No Liability Borrower Claims based on assertions that either (a) interest rates charged to the claimant were either incorrect, incorrectly adjusted or incorrectly not adjusted (the "Interest Rates Claims") or (b) the fees charged were incorrect or inappropriate (the "Fees Collected Claims") and together with the Interest Rates Claims, the "Interest Rates and Fees Collected Claims"). For the Interest Rates and Fees Collected Claims, the Debtors reviewed their books and records, including, (a) with respect to the Interest Rate Claims, the note, any adjustable rate rider or other related documents as well as notices and/or adjustment letters sent to the claimants and (b) with respect to the Fees Collected Claims, the payment history and fees charged. See id. at ¶ 6(vii). To the extent that the "Reason(s) for Disallowance" on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is an Interest Rates Claim or a Fees Collected Claim, the Debtors determined that they are not liable to the applicable claimants because either (a) the interest rates being charged were consistent and in accordance with the governing documents or (b) the fees charged by the Debtors were in accordance with the claimant's underlying loan documents and the Debtors' policies. See id.

(viii) Litigation Dismissed with Prejudice.<sup>3</sup> This category includes No Liability Borrower Claims for damages related to prepetition litigation

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<sup>3</sup> To the extent that a No Liability Claim is classified as a Litigation Dismissed with Prejudice Claim (defined above), a Litigation Dismissed without Prejudice Claim (defined below), a Litigation Settled with Release Claim (defined below) or a Litigation Voluntarily Dismissed Claim (defined below), the relevant litigation was initiated prior to the Petition Date and was resolved (through dismissal or settlement) either prepetition in the ordinary course of business or postpetition pursuant to the relief provided by this Court in the *Final Supplemental Order Under Bankruptcy Code Sections 105(a), 362, 363, 502, 1107(a), and 1108 and Bankruptcy Rule 9019 (I) Authorizing the Debtors to Continue Implementing Loss Mitigation Programs; (II) Approving Procedures for Compromise and Settlement of Certain Claims, Litigations and Causes of Action; (III) Granting Limited Stay Relief to Permit Foreclosure and Eviction Proceedings, Borrower Bankruptcy Cases, and Title Disputes to Proceed; and (IV) Authorizing and Directing the Debtors to Pay Securitization* (Footnote continues on next page.)

against the Debtors that has been dismissed with prejudice (the “Litigation Dismissed with Prejudice Claims”). To the extent that the “*Reason(s) for Disallowance*” on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is a Litigation Dismissed with Prejudice Claim, the Debtors reviewed their books and records and determined that the Debtor entities have no liability to the Borrowers because the litigation between the Debtors and the Borrower has been dismissed with prejudice as to the Debtors and such dismissal has not been appealed by the Borrower. See id. at ¶ 6(viii).

(ix) Litigation Dismissed without Prejudice. This category includes No Liability Borrower Claims for damages related to litigation against the Debtors that was previously dismissed (the “Litigation Dismissed without Prejudice Claims”). To the extent that the “*Reason(s) for Disallowance*” on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is a Litigation Dismissed without Prejudice Claim, the Debtors reviewed their books and records and determined that the Debtor entities have no liability to the Borrowers. See id. at ¶ 6(ix).

(x) Litigation Settled with Release. This category includes No Liability Borrower Claims based on litigation against the Debtors that was previously settled by the parties and included a release of claims by the Borrower against the Debtor entity (the “Litigation Settled with Release Claims”). Accordingly, to the extent that the “*Reason(s) for Disallowance*” on Exhibit A to the Proposed Order indicates that the No Liability Borrower Claim is a Litigation Settled with Release Claim, the Debtors reviewed their books and records and determined that the Debtor entities have no outstanding liability to the Borrowers because the relevant litigation has been previously settled without a claim remaining against a Debtor entity. See id. at ¶ 6(x).

(xi) Litigation Voluntarily Dismissed. This category includes No Liability Borrower Claims based on litigation against the Debtors that was previously voluntarily dismissed by the Borrower (the “Litigation Voluntarily Dismissed Claims”). A review of the Debtors’ books and records reflect that (a) the Debtors filed dispositive motions in the litigation matters and (b) the applicable claimant dismissed the litigation without prejudice, rather than respond to the Debtors’ motions. See id. at ¶ 6(xi). Therefore, to the extent that the “*Reason(s) for Disallowance*” on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is a Litigation Voluntarily Dismissed Claim, the Debtors have determined, based on their review of the underlying claim, that no amounts are owed to the claimant by the Debtor entities. See id.

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(Footnote continued from previous page.)

*Trustee Fees and Expenses* [Docket No. 774] (the “Supplemental Servicing Order”). See Horst Declaration ¶ 6(viii), n.3.

(xii) Wrong Debtor. Out of an abundance of caution, and in addition to the bases for disallowance set forth in one or more of the categories described in (i) – (xi) above, this category includes No Liability Borrower Claims that assert claims against one or more Debtors as the obligor when such claims are properly asserted, if at all, against another Debtor in the Chapter 11 Cases (the “Wrong Debtor Claims”). The Debtors diligently reviewed their books and records and determined that the Debtors that are the subject of the Wrong Debtor Claims do not have any present liability due and owing in relation to each of the Wrong Debtor Claims. See id. at ¶ 6(xii). Therefore, to the extent that the “*Reason(s) for Disallowance*” on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is a Wrong Debtor Claim, the Debtors determined that the claimant has no valid legal justification for asserting a claim against the given Debtor. See id. Nevertheless, if a Wrong Debtor Claims is not expunged as a result of this objection, the Debtors reserve the right to redesignate the claim to the correct Debtor entity.

(xiii) Miscellaneous. Certain of the No Liability Borrower Claims are based on unique issues that are not captured by the above categories (the “Miscellaneous Claims”). To the extent that the “*Reason(s) for Disallowance*” on Exhibit A to the Proposed Order indicates that the applicable No Liability Borrower Claim is a Miscellaneous Claim, the Debtors reviewed their books and records and determined that no amounts are owed to the claimant by the Debtor entities for the reasons more fully set forth on Exhibit A. See id. at ¶ 6(xiii).

23. Accordingly, to avoid the possibility that the parties that filed the No Liability Borrower Claims receive improper recoveries against the Debtors’ estates, and to ensure the Debtors’ creditors are not prejudiced by such improper recoveries, the Debtors request that the Court disallow and expunge in their entirety the No Liability Borrower Claims. Further, the Debtors reserve the right to object on any other basis to any No Liability Borrower Claim as to which the Court does not grant the relief requested herein.

### **NOTICE**

24. The Debtors have served notice of this Objection in accordance with the Case Management Procedures entered on May 23, 2012 [Docket No. 141] and the Procedures Order. The Debtors submit that no other or further notice need be provided.



**NO PRIOR REQUEST**

25. No previous request for the relief sought herein as against the holders of the No Liability Borrower Claims has been made by the Debtors to this or any other court.

**CONCLUSION**

WHEREFORE, the Debtors respectfully request that the Court enter an order substantially in the form of the Proposed Order granting the relief requested herein and granting such other relief as is just and proper.

Dated: September 20, 2013  
New York, New York

/s/ Norman S. Rosenbaum  
Gary S. Lee  
Norman S. Rosenbaum  
Jordan A. Wishnew  
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Facsimile: (212) 468-7900

*Counsel for the Debtors and  
Debtors in Possession*

**Exhibit 1**

**Horst Declaration**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

_____	)	
In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Jointly Administered
_____	)	

**DECLARATION OF DEANNA HORST IN SUPPORT OF DEBTORS’  
FIFTIETH OMNIBUS OBJECTION TO CLAIMS  
(NO LIABILITY BORROWER CLAIMS – BOOKS AND RECORDS)**

I, Deanna Horst, hereby declare as follows:

1. I am the Senior Director of Claims Management for Residential Capital, LLC and its affiliates (“ResCap”), a limited liability company organized under the laws of the state of Delaware and the parent of the other debtors and debtors in possession in the above-captioned Chapter 11 Cases (collectively, the “Debtors”).<sup>1</sup> I have been employed by affiliates of ResCap since August of 2001, and in my current position since June of 2012. I began my association with ResCap in 2001 as the Director, Responsible Lending Manager, charged with managing the Debtors’ responsible lending on-site due diligence program. In 2002, I became the Director of Quality Asset Management, managing Client Repurchase, Quality Assurance and Compliance—a position I held until 2006, at which time I became the Vice President of the Credit Risk Group, managing Correspondent and Broker approval and monitoring. In 2011, I became the Vice President, Business Risk and Controls, and supported GMAC Mortgage, LLC and Ally Bank in this role. In my current position, I am responsible for Claims Management and Reconciliation and Client Recovery. I am authorized to submit this declaration (the

<sup>1</sup> The names of the Debtors in these cases and their respective tax identification numbers are identified on Exhibit 1 to the *Affidavit of James Whitlinger, Chief Financial Officer of Residential Capital, LLC, in Support of Chapter 11 Petitions and First Day Pleadings* [Docket No. 6], dated May 14, 2012.

“Declaration”) in support of the *Debtors’ Fiftieth Omnibus Objection to Claims (No Liability Borrower Claims – Books and Records)* (the “Objection”).<sup>2</sup>

2. Except as otherwise indicated, all facts set forth in this Declaration are based upon my personal knowledge of the Debtors’ operations and finances, information learned from my review of relevant documents and information I have received through my discussions with other members of the Debtors’ management or other employees of the Debtors, the Debtors’ professionals and consultants, and/or Kurtzman Carson Consultants LLC (“KCC”), the Debtors’ noticing and claims agent. If I were called upon to testify, I could and would testify competently to the facts set forth in the Objection on that basis.

3. In my capacity as Senior Director of Claims Management, I am intimately familiar with the Debtors’ claims reconciliation process. Except as otherwise indicated, all statements in this Declaration are based upon my familiarity with the Debtors’ books and records (the “Books and Records”), the Debtors’ schedules of assets and liabilities and statements of financial affairs filed in these Chapter 11 Cases (collectively, the “Schedules”), my review and reconciliation of claims, and/or my review of relevant documents. I or my designee at my direction have reviewed and analyzed the proof of claim forms and supporting documentation, if any, filed or supplied by the claimants listed on Exhibit A to the Proposed Order. In connection with such review and analysis, where applicable, the Debtors and their professional advisors have reviewed (i) information supplied or verified by personnel in departments within the Debtors’ various business units, (ii) the Books and Records, (iii) the Schedules, (iv) other filed proofs of claim, and/or (v) the official claims register maintained in the Debtors’ Chapter 11 Cases.

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<sup>2</sup> Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to such terms in the Objection.

4. Under my supervision, considerable resources and time have been expended to ensure a high level of diligence in reviewing and reconciling the proofs of claim filed in these Chapter 11 Cases. The Debtors diligently evaluated any information provided by the claimants who filed the No Liability Borrower Claims, listed on Exhibit A to the Proposed Order, and, in accordance with the Borrower Claim Procedures, the Debtors contacted those Borrowers who filed the No Liability Borrower Claims whose claims were filed with insufficient or no supporting documentation and requested that they provide additional information so that the Debtors could reconcile such claimants' filed claims with the Books and Records. In May and June of 2013, the Debtors sent Request Letters, substantially in the form as those attached at Exhibit 4 to the Objection, to the applicable Borrowers requesting additional documentation in support of their respective No Liability Borrower Claims. The Borrowers who received the Request Letters either failed to respond to the Debtors' requests or failed to provide sufficient information to establish a basis for liability.

5. The Debtors, based on a thorough review of the No Liability Borrower Claims listed under the heading "*Claims to be Disallowed and Expunged*" on Exhibit A to the Proposed Order, cannot find any evidence in the Books and Records that reflects any present liability due and owing to such claimants and thus have determined that the Debtors do not have liability for such claims for the reasons set forth in the corresponding column under the heading "*Reason(s) for Disallowance.*"

6. More specifically, and as identified on Exhibit A to the Proposed Order under the heading titled "*Reason(s) for Disallowance,*" the Debtors' objections to the No Liability Borrower Claims are generally based on one or more of the following categories:

- (i) General No Liability Issues. This category includes No Liability Borrower Claims for claims relating to Borrowers' requests to reduce loan

balances, reduce interest rates or forgive outstanding loan balances (the “General No Liability Claims”). With respect to the General No Liability Claims, the Debtors examined the Books and Records, including the claimants’ payment histories, the Debtors’ internal servicing notes and other records as applicable, to determine whether any obligations exist as to these claimants. The Debtors found that none of the Debtor entities recognize any existing obligations to these claimants.

(ii) Origination Issues. This category includes No Liability Borrower Claims based on loan origination issues (the “Origination Issues Claims”), which include, without limitation, claims relating to disputes regarding loan terms, rights of rescission or a defective title exam. With respect to the Origination Issues Claims, the Debtors examined their books and records to determine whether any Debtor was involved in the origination of the applicable loans. The executed mortgage note was also reviewed to verify this. The Debtors determined that no Debtor entity was involved in the origination of the loan. The claims asserted in the Origination Issues Claims cannot be imputed to any Debtor in its capacity as servicer or assignee of the loan.

(iii) Escrow Issues. This category includes No Liability Borrower Claims based on the alleged improper application or calculation of escrow amounts (the “Escrow Issues Claims”). For the Escrow Issues Claims, the Debtors examined the Books and Records to verify whether the escrow payments received by the Debtors were applied correctly and whether the Debtors’ records contained any information to support or refute the bases for the Escrow Issues Claims. Such examination of the Books and Records included a review of the Debtors’ escrow receipts and payments, the annual escrow analysis sent to borrowers and any servicing notes and written communication between the Debtors and the applicable borrower(s).

In cases where a claimant asserted that the mortgage payments increased significantly to cover an escrow shortfall, the Debtors determined that the mortgage payments received were all correctly applied. In addition, in cases where a claimant asserted that the escrow collected was insufficient to cover the property taxes and insurance, the Debtors reviewed the escrow statements issued to the claimant, which outlined the amounts paid that year compared to what was estimated, as well as account notes to the extent that there was an escrow account added to the loan, and determined that they have no liability as long as all amounts received from the borrower were accurately recorded because the Borrowers are liable for the taxes and insurance on their real property. Moreover, in cases where a claimant asserted that it was owed a refund, the Debtors looked at (a) the escrow statement issued to the claimant to determine if there was a refund due, (b) the history of the loan to determine if a check was issued for the refund and (c) the internal account notes to determine if there were

discussions with the claimant regarding an escrow refund not being received, and found that any refunds due were previously paid. Furthermore, to the extent that the Books and Records indicated that the issues asserted by a claimant occurred after the Debtors ceased servicing the underlying loan, the Debtors concluded that they had no liability with respect to the claim.

(iv) Wrongful Foreclosure. This category includes No Liability Borrower Claims based, either directly or indirectly, on allegations of wrongful foreclosure (the “Wrongful Foreclosure Claims”). For the Wrongful Foreclosure Claims, the Debtors examined the Books and Records to verify that the Debtors foreclosed properly and, where applicable, took the appropriate loss mitigation steps. Such examination of the Debtors’ Books and Records included a review of the claimant’s payment history and the Debtors’ internal servicing notes, as well as, where applicable, the claimants’ loan modification applications, loan modification approval letters, loan modification denial letters, compliance with loan modifications (trial and/or permanent), compliance with any other payment plans (forbearance and repayment), short sale applications and history, investor guidelines and/or direction, breach letters, and/or foreclosure related documents. Additionally, where a claimant asserted that he or she did not execute the mortgage note, the Debtors also examined their internal servicing notes to determine whether any previous identity theft claims were alleged, compared the signatures on other executed documents in the claimant’s file, the payment history and any other information in the Debtors’ possession including tax records reflecting whether the claimant deducted interest on the mortgage. Moreover, where a Wrongful Foreclosure Claim was based on issues related to a short sale, the Debtors further reviewed their records to determine whether a short sale approval had been requested, and, if so and if such request was denied, whether the reason for denial was proper. Appropriate reasons for denying a short sale request include, without limitation, a claimant’s failure to submit executed sale contracts, a claimant’s failure to obtain approval from second lien holders and/or a claimant’s short sale request did not comply with the investor’s requirements.

Accordingly, the Debtors, based on the information in the Books and Records, determined that they do not have any liability with respect to the Wrongful Foreclosure Claims because (a) the applicable Debtor foreclosed properly and, where applicable, took the appropriate loss mitigation steps; (b) there was no evidence of identity theft; or (c) the Debtor’s reason for denying a claimant’s short sale request was appropriate. Furthermore, to the extent that a non-debtor entity foreclosed on a claimant’s property, such foreclosure is beyond the control and responsibility of the Debtors.

(v) Standing Issues. This category includes No Liability Borrower Claims alleging that the Debtors lacked standing to service or otherwise enforce the terms of the claimant's loan (the "Standing Issues Claims"). The Debtors examined the Books and Records to determine whether the Debtors had standing with regard to the claimants' respective loans, which included reviewing the claimant's note, payment histories and the Debtors' internal servicing notes. The Debtors determined that they had no liability with respect to the Wrong Debtor Claims because the Debtors had proper authority to (a) service the loan and (b) enforce the terms of the claimant's loan on behalf of the owner of the loan.

(vi) Credit Reporting Issues. This category includes No Liability Borrower Claims that are based, either directly or indirectly, on alleged errors by the Debtors in how they reported the Borrower's loan performance to the credit reporting agencies, including claims alleging that the Debtors failed to apply or misapplied mortgage payments resulting in a negative report regarding the Borrower's loan performance (the "Credit Reporting Issues Claims"). The Debtors examined the Books and Records for evidence that the alleged payments were made, which included reviewing payment histories and the Debtors' internal servicing notes containing information reported to the credit bureaus, as well as any supporting documentation attached to the Credit Reporting Issues Claims. The Debtors found no evidence of the alleged errors and determined that the Debtors have no liability with respect to the Credit Reporting Issues Claims.

(vii) Interest Rates and Fees Collected. This category includes No Liability Borrower Claims based on assertions that either (a) interest rates charged to the claimant were either incorrect, incorrectly adjusted or incorrectly not adjusted (the "Interest Rates Claims") or (b) the fees charged were incorrect or inappropriate (the "Fees Collected Claims") and together with the Interest Rates Claims, the "Interest Rates and Fees Collected Claims"). The Debtors reviewed the Books and Records, including, (a) with respect to the Interest Rate Claims, the note, any adjustable rate rider or other related documents as well as notices and/or adjustment letters sent to the claimants and (b) with respect to the Fees Collected Claims, the payment history and fees charged. The Debtors determined that they are not liable to the applicable claimants for the Interest Rates and Fees Collected Claims because either (a) the interest rates being charged were consistent and in accordance with the governing documents or (b) the fees charged by the Debtors were in accordance with the claimant's underlying loan documents and the Debtors' policies.



(viii) Litigation Dismissed with Prejudice.<sup>3</sup> This category includes No Liability Borrower Claims for damages related to prepetition litigation against the Debtors that has been dismissed with prejudice (the “Litigation Dismissed with Prejudice Claims”). The Debtors reviewed the Books and Records and determined that the Debtor entities have no liability to the Borrowers because the litigation between the Debtors and the Borrower has been dismissed with prejudice as to the Debtors. In addition, such dismissal has not been appealed by the Borrower.

(ix) Litigation Dismissed without Prejudice. This category includes No Liability Borrower Claims for damages related to litigation against the Debtors that was previously dismissed (the “Litigation Dismissed without Prejudice Claims”). The Debtors reviewed the Books and Records and determined that the Debtor entities have no liability to the Borrowers.

(x) Litigation Settled with Release. This category includes No Liability Borrower Claims based on litigation against the Debtors that was previously settled by the parties and included a release of claims by the Borrower against the Debtor entity (the “Litigation Settled with Release Claims”). The Debtors reviewed the Books and Records and determined that the Debtor entities have no outstanding liability to the Borrowers because the relevant litigation has been previously settled without a claim remaining against a Debtor entity.

(xi) Litigation Voluntarily Dismissed. This category includes No Liability Borrower Claims based on litigation against the Debtors that was previously voluntarily dismissed by the Borrower (the “Litigation Voluntarily Dismissed Claims”). A review of the Debtors’ Books and Records reflect that (a) the Debtors filed dispositive motions in the litigation matters and (b) the applicable claimant dismissed the litigation without prejudice, rather than respond to the Debtors’ motions. Accordingly, the Debtors determined, based on their review of the underlying claim, that no amounts are owed to the claimant by the Debtor entities.

(xii) Wrong Debtor. Out of an abundance of caution, and in addition to the bases for disallowance set forth in one or more of the categories

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<sup>3</sup> To the extent that a No Liability Claim is classified as a Litigation Dismissed with Prejudice Claim (defined above), a Litigation Dismissed without Prejudice Claim (defined below), a Litigation Settled with Release Claim (defined below) or a Litigation Voluntarily Dismissed Claim (defined below), the relevant litigation was initiated prior to the Petition Date and was resolved (through dismissal or settlement) either prepetition in the ordinary course of business or postpetition pursuant to the relief provided by this Court in the *Final Supplemental Order Under Bankruptcy Code Sections 105(a), 362, 363, 502, 1107(a), and 1108 and Bankruptcy Rule 9019 (I) Authorizing the Debtors to Continue Implementing Loss Mitigation Programs; (II) Approving Procedures for Compromise and Settlement of Certain Claims, Litigations and Causes of Action; (III) Granting Limited Stay Relief to Permit Foreclosure and Eviction Proceedings, Borrower Bankruptcy Cases, and Title Disputes to Proceed; and (IV) Authorizing and Directing the Debtors to Pay Securitization Trustee Fees and Expenses* [Docket No. 774] (the “Supplemental Servicing Order”).

described in (i) – (xi) above, this category includes No Liability Borrower Claims that assert claims against one or more Debtors as the obligor when such claims are properly asserted, if at all, against another Debtor in the Chapter 11 Cases (the “Wrong Debtor Claims”). The Debtors diligently reviewed the Books and Records and determined that the Debtors that are the subject of the Wrong Debtor Claims do not have any present liability due and owing in relation to each of the Wrong Debtor Claims. Accordingly, the Debtors determined that the claimant has no valid legal justification for asserting a claim against the given Debtor.

(xiii) Miscellaneous. Certain of the No Liability Borrower Claims are based on unique issues that are not captured by the above categories (the “Miscellaneous Claims”). The Debtors reviewed the Books and Records and determined that no amounts are owed to the claimant by the Debtor entities for the reasons more fully set forth on Exhibit A to the Proposed Order.

7. If the No Liability Borrower Claims are not disallowed and expunged, the parties asserting such claims may potentially receive an improper distribution on account of the asserted liabilities to the detriment of other claimants.

8. Before filing this Objection, the Debtors fully complied with the Borrower Claim Procedures set forth in the Procedures Order, including consulting with Special Counsel as to the scope of the Objection.

9. Accordingly, based upon this review, and for the reasons set forth in the Objection and Exhibit A to the Proposed Order, I have determined that each No Liability Borrower Claim that is the subject of the Objection should be accorded the proposed treatment described in the Objection.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: September 20, 2013

/s/ Deanna Horst  
Deanna Horst  
Senior Director of Claims Management for  
Residential Capital, LLC

**Exhibit 2**

**Rosenbaum Declaration**

MORRISON & FOERSTER LLP  
1290 Avenue of the Americas  
New York, New York 10104  
Telephone: (212) 468-8000  
Facsimile: (212) 468-7900  
Gary S. Lee  
Norman S. Rosenbaum  
Jordan A. Wishnew

*Counsel for the Debtors  
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

_____	)	
In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Jointly Administered
_____	)	

**DECLARATION OF NORMAN S. ROSENBAUM IN SUPPORT OF  
DEBTORS' FIFTIETH OMNIBUS OBJECTION TO CLAIMS  
(NO LIABILITY BORROWER CLAIMS – BOOKS AND RECORDS)**

Norman S. Rosenbaum, pursuant to 28 U.S.C. § 1746, declares under penalty of perjury:

1. I am a partner in the law firm of Morrison & Foerster LLP ("M&F"). M&F maintains offices for the practice of law, among other locations in the United States and worldwide, at 1290 Avenue of the Americas, New York, New York 10104. I am an attorney duly admitted to practice before this Court and the courts of the State of New York. By this Court's Order entered on July 16, 2012, M&F was retained as counsel to Residential Capital, LLC and its affiliated debtors (the "Debtors").

2. I submit this declaration (the "Declaration") in support of the Debtors' Fiftieth Omnibus Objection to Claims (the "Objection") and in compliance with this Court's Order

entered March 21, 2013, pursuant to section 105(a) of Title 11, United States Code (the “Bankruptcy Code”) and Rules 1009, 3007 and 9019(b) of the Federal Rules of Bankruptcy Procedure approving: (i) Claim Objection Procedures; (ii) Borrower Claim Procedures; (iii) Settlement Procedures; and (iv) Schedule Amendment Procedures [Docket No. 3294] (the “Claims Objection Procedures Order”).

3. It is my understanding that in connection with the filing of the Objection, the Debtors have complied with the Claim Objection Procedures. I have been advised by M&F attorneys under my supervision that in accordance with the Claims Objection Procedures Order, prior to filing the Objection, the Debtors’ personnel: (i) provided SilvermanAcampora LLP as Special Counsel to the Creditors’ Committee for Borrower Issues (“Special Counsel”) with a preliminary Borrower Claim List<sup>1</sup> which included each proof of claim that the Debtors intended to include in the Objection (the “Objection Claim List”); and (ii) conferred with Special Counsel to ensure the accuracy of that list, and agreed with Special Counsel on a final Objection Claim List. In arriving at the final Objection Claim List, I am further advised that the Debtors first reviewed that list and the corresponding proofs of claim to determine if such claims contradicted the information in the Debtors’ books and records, and thereafter, the Debtors conferred with Special Counsel and agreed as to those claimants on the Objection Claim List that should receive a Request Letter.

4. I am further advised that the Debtors also conferred with Special Counsel in drafting the Request Letter. To the best of my knowledge, the Debtors sent a Request Letter to those Borrowers that the Debtors and Special Counsel agreed should receive a Request Letter,

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<sup>1</sup> Unless otherwise indicated herein, capitalized terms shall have the meanings ascribed to them in the Claims Objection Procedures Order.

with the Debtors providing copies of such letters to Special Counsel.

5. To the best of my knowledge, prior to the filing of the Objection, both the Debtors and Special Counsel have fully complied with all other relevant terms of the Claims Objection Procedures Order.

I declare under penalty of perjury that the foregoing is true and correct.  
Executed in New York, New York on September 20, 2013

/s/ Norman S. Rosenbaum  
Norman S. Rosenbaum

**Exhibit 3**

**Nosek Declaration**



SILVERMANACAMPORA LLP  
100 Jericho Quadrangle, Suite 300  
Jericho, New York 11753  
(516) 479-6300  
Robert D. Nosek

*Special Counsel for Borrower Issues to the  
Official Committee of Unsecured Creditors  
of Residential Capital, LLC, et al.*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re:

Chapter 11  
Case No. 12-12020 (MG)

RESIDENTIAL CAPITAL, LLC, et al.

(Jointly Administered)

Debtors.

-----X

**DECLARATION OF ROBERT D. NOSEK IN SUPPORT OF THE  
DEBTORS' FIFTIETH OMNIBUS OBJECTION TO CLAIMS  
(NO LIABILITY BORROWER CLAIMS – BOOKS AND RECORDS)**

Robert D. Nosek, pursuant to 28 U.S.C. § 1746, declares under penalty of perjury:

1. I am counsel to the firm SilvermanAcampora LLP ("SilvermanAcampora"), with offices located at 100 Jericho Quadrangle, Suite 300, Jericho, New York 11753. I am duly admitted to practice law before this Court and the courts of the State of New York. By this Court's Order entered November 30, 2012, SilvermanAcampora was retained as special counsel to the Official Committee of Unsecured Creditors of Residential Capital, LLC, et al. (the "Debtors") for borrower issues.

2. I submit this declaration (the "Declaration") in support of the Debtors' Fiftieth Omnibus Objection to Claims (the "Objection") and in compliance with this Court's Order entered March 21, 2013, pursuant to section 105(a) of Title 11, United States Code (the "Bankruptcy Code") and Rules 1009, 3007 and 9019(b) of the Federal Rules of Bankruptcy

Procedure approving: (i) Claim Objection Procedures; (ii) Borrower Claim Procedures; (iii) Settlement Procedures; and (iv) Schedule Amendment Procedures [Docket No. 3294] (the “Claims Objections Procedures Order”).

3. Unless otherwise stated in this Declaration, I have personal knowledge of the facts hereinafter set forth and, if called as a witness, I could and would testify competently thereto.

4. Pursuant to the Claims Objections Procedures Order, prior to filing the Objection, the Debtors provided SilvermanAcampora with a preliminary Borrower Claim List,<sup>1</sup> which included each proof of claim that the Debtors intended to include in the Objection (the “Objection Claim List”).

5. I or my designee at my direction reviewed the Objection Claim List, conferred with the Debtors to ensure the accuracy of that list, with SilvermanAcampora agreeing with the Debtors on a final Objection Claim List.

6. In arriving at the final Objection Claim List with the Debtors, I or my designee at my direction first reviewed that list and the corresponding proofs of claim. Thereafter, I or my designee at my direction conferred with the Debtors and agreed upon those claimants on the Objection Claim List who should receive a Request Letter.

7. I or my designee at my direction also conferred with the Debtors in drafting the Request Letter. To the best of my knowledge, the Debtors sent a Request Letter to those borrowers that the Debtors and SilvermanAcampora agreed should receive a Request Letter, with the Debtors providing copies of such letters to SilvermanAcampora.

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<sup>1</sup> Unless otherwise indicated herein, capitalized terms shall have the meanings ascribed to them in the Claims Objections Procedures Order.

8. For the borrowers whose claims are subject to the Objection, both the Debtors and SilvermanAcampora have reviewed the basis of each borrower claim, and the additional documents provided by such borrower in response to the Request Letters, if any. Prior to the Debtors' filing of the Objection, the Debtors provided SilvermanAcampora with a summary of their internal review of their books and records concerning the respective claimants subject to the Objection and the Debtors' conclusions that the Objection is warranted. SilvermanAcampora reviewed that summary and conclusions and, as Special Counsel, has no objection to the Debtors' determination and reasoning for filing the Objection.

9. To the best of my knowledge, prior to the filing of the Objection, both the Debtors and SilvermanAcampora have fully complied with all other relevant terms of the Claims Objections Procedures Order.

I declare under penalty of perjury that the foregoing is true and correct.  
Executed in Jericho, New York on September 20, 2013

/s/ Robert D. Nosek  
Robert D. Nosek

**Exhibit 4**

**Request Letters**



MORRISON | FOERSTER

June 21, 2013

**Claim Number:**

Dear Claimant:

You are receiving this letter because you or someone on your behalf filed a Proof of Claim form in the jointly-administered chapter 11 bankruptcy cases of Residential Capital, LLC ("ResCap"), GMAC Mortgage, LLC and other affiliated debtors and debtors in possession (collectively, the "Debtors") pending before the United States Bankruptcy Court for the Southern District of New York, Case No. 12-12020 (MG) (the "ResCap bankruptcy case"), and we need additional information from you regarding the claim(s) ("claim") you are asserting against one or more of the Debtors.

**The Information we Need From You Regarding Your Proof of Claim:**

We reviewed a copy of the Proof of Claim form and documents, if any, that you filed in the ResCap bankruptcy case. A copy of your Proof of Claim form is enclosed for your reference. After reviewing the Proof of Claim form and any documents you submitted, we have determined that you did not provide sufficient information to support your "Basis for Claim" and we do not have sufficient information to understand the calculations you used to determine the amount you claim to be owed. In order to evaluate your claim, we need to understand the specific reasons as to why you believe you are owed money or are entitled to other relief from one or more of the Debtors. Please reply using the attached form and provide a written explanation, with supporting documentation, and include a detailed explanation of how you calculated the amount of your claim.

**You Must Respond to this Letter by no Later Than July 22, 2013:**

In accordance with the Order of the Bankruptcy Court (Docket No. 3294, filed March 21, 2013), you **must** respond to this letter by no later than July 22, 2013 with an explanation stating the legal and factual reasons why you believe you are owed money or are entitled to other relief from one or more of the Debtors as of May 14, 2012 (the date the Debtors filed their bankruptcy cases). You **must** provide copies of any and all documentation that you believe supports the basis for and amount of your claim. A form is included with this letter to assist you in responding to our request for additional information.

**Consequences of Failing to Respond:**

If you do not provide the requested information regarding the basis for and amount of your claim and the supporting documentation by July 22, 2013, the Debtors may file a formal objection to your Proof of Claim on one or more bases, including that you failed to provide sufficient information and documentation to support your claim. If the Debtors file such an objection and it is successful, your claim may be disallowed and permanently expunged. If your claim is disallowed and expunged, you will not receive any payment for your claim and any other requests you may have made for non-monetary relief in your Proof of Claim will be denied. Therefore, it is very important that you respond by the date stated above with the requested information and documentation supporting the basis for and amount of your claim.

**For Those With a Mortgage Loan Originated or Serviced by One of the Debtors:**

If your claim relates to a mortgage loan that you believe was originated or serviced by one of the Debtors, please be sure to include the loan number and property address that the loan relates to in the information and any documentation that you send us, so that we can effectively search our records for information on your property and loan, and evaluate your claim.

**Questions:**

If you have any questions about this letter, or need help in providing the requested information and document(s), you should contact an attorney. You may also contact the Special Counsel to the Official Committee of Unsecured Creditors<sup>1</sup> with general questions (contact information provided below):

**SPECIAL COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

SILVERMANACAMPORA LLP

100 Jericho Quadrangle, Suite 300

Jericho, New York 11753

Telephone: 866-259-5217

Website: <http://silvermanacampora.com>

E-mail address: [rescapborrower@silvermanacampora.com](mailto:rescapborrower@silvermanacampora.com)

**You must send the requested information and document(s) supporting your claim on or before the date provided in this letter to either;**

- (i) [Claims.Management@gmacrescap.com](mailto:Claims.Management@gmacrescap.com); or
- (ii) Residential Capital, LLC  
P.O. Box 385220  
Bloomington, Minnesota 55438

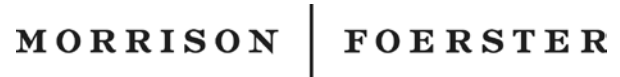
**Please mark each document you send with the Claim Number referenced above.**

Sincerely,

Claims Management  
Residential Capital, LLC

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<sup>1</sup> Please be advised that SilvermanAcampora LLP does not represent you individually and, therefore, cannot provide you with legal advice.



June 21, 2013

**Claim Number:**

Dear Claimant:

You are receiving this letter because you or someone on your behalf filed a Proof of Claim form in the jointly-administered chapter 11 bankruptcy cases of Residential Capital, LLC ("ResCap"), GMAC Mortgage, LLC and other affiliated debtors and debtors in possession (collectively, the "Debtors") pending before the United States Bankruptcy Court for the Southern District of New York, Case No. 12-12020 (MG) (the "ResCap bankruptcy case"), and we need additional information from you regarding the claim(s) ("claim") you are asserting against the Debtors.

**The Information we Need From You Regarding Your Proof of Claim:**

We reviewed a copy of the Proof of Claim form and documents that you filed in the ResCap bankruptcy case. A copy of your Proof of Claim form is enclosed for your reference. According to our records, you have filed a lawsuit against one or more of the Debtors. Please reply using the attached form and let us know whether the basis for and amount of the claim contained in the Proof of Claim form are the same or different in any way from the claim you have asserted in your lawsuit against the Debtors. Please ensure that you provide specific detail and support as to the basis for and amount of claim referenced in your Proof of Claim. If your lawsuit has been dismissed or withdrawn, please provide a specific explanation as to why you believe that you are still owed money or entitled to other relief from one or more of the Debtors.

**You Must Respond to this Letter by no Later Than July 22, 2013:**

In accordance with the Order of the Bankruptcy Court (Docket No. 3294, filed March 21, 2013), you **must** respond to this letter by no later than July 22, 2013 with the requested information and an explanation stating the legal and factual reasons why you believe you are owed money or are entitled to other relief from one or more of the Debtors as of May 14, 2012 (the date the Debtors filed their bankruptcy cases). You **must** also provide copies of any and all documentation that you believe supports the basis for and amount of your claim. A form is included with this letter to assist you in responding to our request for additional information.

**Consequences of Failing to Respond:**

If you do not provide the requested information regarding the basis for and amount of your claim and the supporting documentation by July 22, 2013, the Debtors may file a formal objection to your Proof of Claim on one or more bases, including that you failed to provide sufficient information and documentation to support your claim. If the Debtors file such an objection and it is successful, your claim may be disallowed and permanently expunged. If your claim is disallowed and expunged, you will not receive any payment for your claim and any other requests you may have made for non-monetary relief in your Proof of Claim will be denied. Therefore, it is very important that you respond by the date stated above with the requested information and documentation supporting the basis for and amount of your claim.

**For Those With a Mortgage Loan Originated or Serviced by One of the Debtors:**

If your claim relates to a mortgage loan that you believe was originated or serviced by one of the Debtors, please be sure to include the loan number and property address that the loan relates to in the information and any documentation that you send us, so that we can effectively search our records for information on your property and loan, and evaluate your claim.

**Questions:**

If you have any questions about this letter, or need help in providing the requested information and document(s), you should contact an attorney. You may also contact the Special Counsel to the Official Committee of Unsecured Creditors<sup>1</sup> with general questions (contact information provided below):

**SPECIAL COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

SILVERMANACAMPORA LLP

100 Jericho Quadrangle, Suite 300

Jericho, New York 11753

Telephone: 866-259-5217

Website: <http://silvermanacampora.com>

E-mail address: [rescapborrower@silvermanacampora.com](mailto:rescapborrower@silvermanacampora.com)

**You must send the requested information and document(s) supporting your claim on or before the date provided in this letter to either;**

- (i) [Claims.Management@gmacrescap.com](mailto:Claims.Management@gmacrescap.com); or
- (ii) Residential Capital, LLC  
P.O. Box 385220  
Bloomington, Minnesota 55438

**Please mark each document you send with the Claim Number referenced above.**

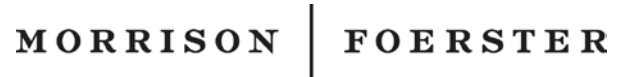
Sincerely,

Claims Management  
Residential Capital, LLC

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<sup>1</sup> Please be advised that SilvermanAcampora LLP does not represent you individually and, therefore, cannot provide you with legal advice.





**Claim Number:**

Dear Claimant:

You are receiving this letter because you or someone on your behalf filed a Proof of Claim form in the jointly-administered chapter 11 bankruptcy cases of Residential Capital, LLC ("ResCap"), GMAC Mortgage, LLC, and other affiliated debtors and debtors in possession (collectively, the "Debtors"), pending before the United States Bankruptcy Court for the Southern District of New York, Case No. 12-12020 (MG) (the "ResCap bankruptcy case") and we need additional information from you regarding the claim(s) you are asserting against the Debtors.

**The Information we Need From You Regarding Your Proof of Claim:**

We received and reviewed a copy of the Proof of Claim form filed on your behalf, and noticed that it did not have any supporting documents attached to it. In order to evaluate your claim, we need to specifically understand why you believe you are owed money or are entitled to other relief from one or more of the Debtors. Although you may have stated the factual or legal basis for your claim on the first page of the Proof of Claim form, you have not provided any documentation to support this claim. Therefore, we need you to provide us with documents that support the basis for your asserted claim. A copy of your Proof of Claim form is enclosed for your reference.

**You Must Respond to this Letter by no Later Than June 24, 2013:**

In accordance with the Order of the Bankruptcy Court (Docket No. 3294, filed March 21, 2013), you **must** respond to this letter by no later than June 24, 2013 with an explanation that states the legal and factual reasons why you believe you are owed money or are entitled to other relief from one or more of the Debtors as of May 14, 2012 (the date the Debtors filed their bankruptcy cases), and you **must** provide copies of any and all documentation that you believe supports the basis for your claim. Included with this letter is a form to assist you in responding to our request.

**Consequences of Failing to Respond:**

If you do not provide the supporting documentation by June 24, 2013, the Debtors may file a formal objection to your Proof of Claim on one or more bases, including the basis that you failed to provide sufficient information and documentation to support your claim, and your claim may be disallowed and permanently expunged. If your claim is disallowed and expunged, you will not receive any payment for your claim and any other requests you may have made for non-monetary relief in your Proof of Claim will be denied. Therefore, it is very important that you respond by the date stated above with the requested information and documentation supporting the basis for your claim.

If your claim relates to a mortgage loan that you believe was originated or serviced by one of the Debtors, please be sure to include the loan number and property address that the loan relates to in the information and documentation that you send us, so that we can effectively search our records for information on your property and loan, and evaluate your claim(s).

**Questions:**

If you have any questions about this letter, or need help in providing the requested information and document(s), you should contact an attorney. You may also contact the Special Counsel to the Official Committee of Unsecured Creditors<sup>1</sup> with questions (contact information provided below):

**SPECIAL COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

SILVERMANACAMPORA LLP

100 Jericho Quadrangle, Suite 300

Jericho, New York 11753

Telephone: 866-259-5217

Website: <http://silvermanacampora.com>

E-mail address: [rescapborrower@silvermanacampora.com](mailto:rescapborrower@silvermanacampora.com)

**You must send the requested information and document(s) supporting your claim(s) on or before the date provided in this letter to either:**

- (i) **Claims.Management@gmacrescap.com; or**
- (ii) **Residential Capital, LLC**  
**P.O. Box 385220**  
**Bloomington, Minnesota 55438**

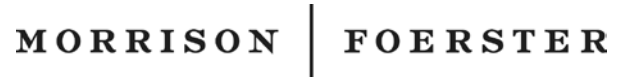
**Please mark each piece of correspondence with the Claim Number referenced above.**

Sincerely,

Claims Management  
Residential Capital, LLC

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<sup>1</sup> Please be advised that SilvermanAcampora LLP does not represent you individually, and therefore, cannot provide you with legal advice.



July 21, 2013

**Claim Number:**

Dear Claimant:

You are receiving this letter because you or someone on your behalf filed a Proof of Claim form in the jointly-administered chapter 11 bankruptcy cases of Residential Capital, LLC ("ResCap"), GMAC Mortgage, LLC and other affiliated debtors and debtors in possession (collectively, the "Debtors") pending before the United States Bankruptcy Court for the Southern District of New York, Case No. 12-12020 (MG) (the "ResCap bankruptcy case"), and we need additional information from you regarding the claim(s) ("claim") you are asserting against one or more of the Debtors.

**The Information we Need From You Regarding Your Proof of Claim:**

We reviewed a copy of the Proof of Claim form and documents, if any, that you filed in the ResCap bankruptcy case. A copy of your Proof of Claim form is enclosed for your reference. After reviewing the Proof of Claim form and any documents you submitted, we have determined that you did not provide sufficient information regarding the claim amount. In order to evaluate your claim, we need you to reply using the attached form and provide a specific explanation of how you calculated the amount of your claim and also provide sufficient documentation to support the amount you have claimed.

**You Must Respond to this Letter by no Later Than July 22, 2013:**

In accordance with the Order of the Bankruptcy Court (Docket No. 3294, filed March 21, 2013), you **must** respond to this letter by no later than July 22, 2013 with an explanation stating the legal and factual reasons why you believe you are owed money or are entitled to other relief from one or more of the Debtors as of May 14, 2012 (the date the Debtors filed their bankruptcy cases). You **must** provide copies of any and all documentation that you believe supports the basis for and amount of your claim. A form is included with this letter to assist you in responding to our request.

**Consequences of Failing to Respond:**

If you do not provide the requested information regarding the basis for and amount of your claim and the supporting documentation by July 22, 2013, the Debtors may file a formal objection to your Proof of Claim on one or more bases, including that you failed to provide sufficient information and documentation to support your claim. If the Debtors file such an objection and it is successful, your claim may be disallowed and permanently expunged. If your claim is disallowed and expunged, you will not receive any payment for your claim and any other requests you may have made for non-monetary relief in your Proof of Claim will be denied. Therefore, it is very important that you respond by the date stated above with the requested information and documentation supporting the basis for and amount of your claim.

**For Those With a Mortgage Loan Originated or Serviced by One of the Debtors:**

If your claim relates to a mortgage loan that you believe was originated or serviced by one of the Debtors, please be sure to include the loan number and property address that the loan relates to in the information and any documentation that you send us, so that we can effectively search our records for information on your property and loan, and evaluate your claim.

**Questions:**

If you have any questions about this letter, or need help in providing the requested information and document(s), you should contact an attorney. You may also contact the Special Counsel to the Official Committee of Unsecured Creditors<sup>1</sup> with general questions (contact information provided below):

**SPECIAL COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

SILVERMANACAMPORA LLP

100 Jericho Quadrangle, Suite 300

Jericho, New York 11753

Telephone: 866-259-5217

Website: <http://silvermanacampora.com>

E-mail address: [rescapborrower@silvermanacampora.com](mailto:rescapborrower@silvermanacampora.com)

**You must send the requested information and document(s) supporting your claim on or before the date provided in this letter to either;**

- (i) [Claims.Management@gmacrescap.com](mailto:Claims.Management@gmacrescap.com); or
- (ii) Residential Capital, LLC  
P.O. Box 385220  
Bloomington, Minnesota 55438

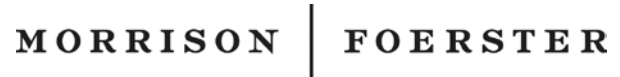
**Please mark each document you send with the Claim Number referenced above.**

Sincerely,

Claims Management  
Residential Capital, LLC

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<sup>1</sup> Please be advised that SilvermanAcampora LLP does not represent you individually and, therefore, cannot provide you with legal advice.



**Claim Number:**

Dear Claimant:

You are receiving this letter because you or someone on your behalf filed a Proof of Claim form in the jointly-administered chapter 11 bankruptcy cases of Residential Capital, LLC ("ResCap"), GMAC Mortgage, LLC and other affiliated debtors and debtors in possession (collectively, the "Debtors") pending before the United States Bankruptcy Court for the Southern District of New York, Case No. 12-12020 (MG) (the "ResCap bankruptcy case") and we need additional information from you regarding the claims you are asserting against the Debtors.

**The Information we Need From You Regarding Your Proof of Claim:**

We received and reviewed a copy of the Proof of Claim form and document(s), if any, that you filed in the ResCap bankruptcy case. A copy of your Proof of Claim form is enclosed for your reference. In the process of reviewing the Proof of Claim form and the document(s), if any, you submitted, we noticed that you left the "Basis for Claim" field on the Proof of Claim form blank, or indicated that the basis for your claim is "unknown". In order to evaluate your claim, we need to understand why you believe you are owed money or are entitled to other relief from one of the Debtors.

**You Must Respond to this Letter by no Later Than June 17, 2013:**

In accordance with the Order of the Bankruptcy Court (Docket No. 3294, filed March 21, 2013), you **must** respond to this letter by no later than June 17, 2013 with an explanation that states the legal and factual reasons why you believe you are owed money or are entitled to other relief from one of the Debtors as of May 14, 2012 (the date the Debtors filed their bankruptcy cases) and, you **must** provide copies of any and all documentation that you believe supports the basis for your claim. Included with this letter is a form to assist you in responding to our request.

**Consequences of Failing to Respond:**

If you do not provide the basis for your claim and the supporting documentation by June 17, 2013, the Debtors may file a formal objection to your Proof of Claim on, among others, the basis that you failed to provide sufficient information and documentation to support your claim, and your claim may be disallowed and permanently expunged. If your claim is disallowed and expunged, you will not receive any payment for your claim and any other requests you may have made for non-monetary relief in your Proof of Claim will be denied. Therefore, it is very important that you respond by the date stated above with the requested information and documentation supporting the basis for your claim.

If your claim relates to a mortgage loan that you believe was originated or serviced by one of the Debtors, please be sure to include the loan number and property address that the loan relates to in the information and documentation that you send us, so that we can effectively search our records for information on your property and loan, and evaluate your claim.

**Questions:**

If you have any questions about this letter, or need help in providing the requested information and document(s), you should contact an attorney. You may also contact the Special Counsel to the Official Committee of Unsecured Creditors<sup>1</sup> (contact information provided below):

**SPECIAL COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

SILVERMANACAMPORA LLP

100 Jericho Quadrangle, Suite 300

Jericho, New York 11753

Telephone: 866-259-5217

Website: <http://silvermanacampora.com>

E-mail address: [rescapborrower@silvermanacampora.com](mailto:rescapborrower@silvermanacampora.com)

**You must send the requested information and document(s) supporting your claim on or before the date provided in this letter to either;**

- (i) [Claims.Management@gmacrescap.com](mailto:Claims.Management@gmacrescap.com), or
- (ii) Residential Capital, LLC  
P.O. Box 385220  
Bloomington, Minnesota 55438

**Please mark each piece of correspondence with the Claim Number referenced above.**

Sincerely,

Claims Management  
Residential Capital, LLC

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<sup>1</sup> Please be advised that SilvermanAcampora LLP does not represent you individually and, therefore, cannot provide you with legal advice.

**Exhibit 5**

**Proposed Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

\_\_\_\_\_  
In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.  
\_\_\_\_\_

)  
)  
)  
)  
)  
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)

Case No. 12-12020 (MG)

Chapter 11

Jointly Administered

**ORDER GRANTING DEBTORS' FIFTIETH OMNIBUS OBJECTION TO CLAIMS  
(NO LIABILITY BORROWER CLAIMS – BOOKS AND RECORDS)**

Upon the fiftieth omnibus claims objection (the "Objection")<sup>1</sup> of Residential Capital, LLC and its affiliated debtors in the above-referenced Chapter 11 Cases, as debtors and debtors in possession (collectively, the "Debtors"), seeking entry of an order, pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court's order approving procedures for the filing of omnibus objections to proofs of claim [Docket No. 3294] (the "Procedures Order"), disallowing and expunging the No Liability Borrower Claims on the basis that such claims have no basis in the Debtors' books and records, all as more fully described in the Objection; and it appearing that this Court has jurisdiction to consider the Objection pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Objection having been provided, and it appearing that no other or further notice need be provided; upon consideration of the Objection and the Declaration of Deanna Horst, the Declaration of Norman S. Rosenbaum and

<sup>1</sup> Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.



the Declaration of Robert D. Nosek, annexed to the Objection as Exhibits 1-3, respectively; and the Court having found and determined that the relief sought in the Objection is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and the Court having determined that the Objection complies with the Borrower Claim Procedures set forth in the Procedures Order; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Objection is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on Exhibit A annexed hereto under the heading “Claims to be Disallowed and Expunged” (collectively, the “No Liability Borrower Claims”) are disallowed and expunged with prejudice; and it is further

ORDERED that Kurtzman Carson Consultants LLC, the Debtors’ claims and noticing agent, is authorized and directed to disallow and expunge from the claims register the No Liability Borrower Claims identified on the attached Exhibit A hereto pursuant to this Order; and it is further

ORDERED that the Debtors are authorized and empowered to take all actions as may be necessary and appropriate to implement the terms of this Order; and it is further

ORDERED that notice of the Objection, as provided therein, shall be deemed good and sufficient notice of such objection, and the requirements of Bankruptcy Rule 3007(a), the Case Management Procedures entered on May 23, 2012 [Docket No. 141], the Procedures Order, and the Local Bankruptcy Rules of this Court are satisfied by such notice; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of any claim not listed on Exhibit A annexed to this Order, and the Debtors' and any party in interest's rights to object on any basis are expressly reserved with respect to any such claim not listed on Exhibit A annexed hereto; and it is further

ORDERED that this Order shall be a final order with respect to each of the No Liability Borrower Claims identified on Exhibit A, annexed hereto, as if each such No Liability Borrower Claim had been individually objected to; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: \_\_\_\_\_, 2013  
New York, New York

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THE HONORABLE MARTIN GLENN  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit A**

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged									
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection	
1	A. William Reid T Wayne Williams, Esq Williams De Loatch, PC 924 Professional Place, Suite B Chesapeake, VA 23320	4565	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Escrow Issues Claim	9	
2	Albert A. Passaretti, Jr.. 3660 Wilshire Blvd, Ste 1132 Los Angeles, CA 90010	5605	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,000,000.00 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10	
3	Alejandrina Diaz 955 Andora Ave Coral Gables, FL 33146	1998	10/30/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$192,587.50 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim	8	
4	Alfred, Dionne DIONNE ALFRED, CHARLES WILLIAMS & JANICE KELLY VS GREENPOINT MRTG MERS GMAC MRTG ETS SVCS, LLC US BANKS NA ARICO & ET AL 1414 1/2 West 132nd Street Gardena, CA 90249	3551	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$17,500.00 General Unsecured	GMAC Mortgage, LLC	12-12032	Litigation Settled with Release Claim	12	
5	Alice Arant- Cousins and Richard F Cousins 1624 W Lewis Ave Phoenix, AZ 85007	2400	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$182,200.00 Secured \$0.00 Priority \$103,800.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10	
6	Alicia D. Kates 5 Dartmouth Ave. Somerdale, NJ 08083	1537	10/22/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$190,000.00 General Unsecured	EPRE LLC	12-12024	General No Liability Claim	8	
7	Allison L. Randle 83 Whitney Street Northborough, MA 01532-1429	4199	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$234,200.00 General Unsecured	Residential Funding Company, LLC	12-12019	General No Liability Claim	8	
8	ANDREW D DUNAVANT JR AND MARY F DUNAVANT VS USAA FEDERAL SAVINGS BANK AND GMAC MORTGAGE LLC WOOLLEY EDGE and GRIMSLEY LLC 21 S SECTION ST FAIRHOPE, AL 36532	4739	11/14/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	GMAC Mortgage, LLC	12-12032	Litigation Dismissed with Prejudice Claim	11-12	

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
9	Ann J Polk PO Box 575 Salem, NJ 08079-0575	6441	02/01/2013	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Escrow Issues Claim	9
10	Armstrong, Eugene, Peggy & Richard John F. Wiley, Esquire J Frederick Wiley PLLC 180 Chancery Row Morgantown, WV 26505	4459	11/12/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$691,105.00 General Unsecured	GMAC Mortgage, LLC	12-12032	General No Liability Claim	8
11	Audie Reynolds PO Box 96 Scottsdale, AZ 85252	2607	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$156,798.53 General Unsecured	Residential Capital, LLC	12-12020	Litigation Settled with Release Claim; Wrong Debtor Claim	12, 13
12	Audie Reynolds PO Box 96 Scottsdale, AZ 85252	2608	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$156,798.53 General Unsecured	Executive Trustee Services, LLC	12-12028	Litigation Settled with Release Claim	12
13	Audie Reynolds PO Box 96 Scottsdale, AZ 85252	2609	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$156,798.53 General Unsecured	GMAC Mortgage USA Corporation	12-12031	Litigation Settled with Release Claim; Wrong Debtor Claim	12, 13
14	Audie Reynolds PO Box 96 Scottsdale, AZ 85252	2610	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$156,798.53 General Unsecured	GMAC Mortgage, LLC	12-12032	Litigation Settled with Release Claim	12
15	Audie Reynolds PO Box 96 Scottsdale, AZ 85252	2611	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$156,798.53 General Unsecured	Homecomings Financial Real Estate Holdings, LLC	12-12040	Litigation Settled with Release Claim; Wrong Debtor Claim	12, 13
16	Audie Reynolds PO Box 96 Scottsdale, AZ 85252	2612	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$156,798.53 General Unsecured	Homecomings Financial, LLC	12-12042	Litigation Settled with Release Claim; Wrong Debtor Claim	12, 13

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged									
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection	
17	Audie Reynolds PO Box 96 Scottsdale, AZ 85252	2613	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$156,798.53 General Unsecured	Residential Funding Company, LLC	12-12019	Litigation Settled with Release Claim; Wrong Debtor Claim	12, 13	
18	Becky A. Raskiewicz PO Box 2303 Columbia Falls, MT 59912	2524	11/06/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$445,673.91 Secured \$757.97 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10	
19	Bert and April Walling 108 Laurel Drive Weslaco, TX 78596	3440	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	GMAC Mortgage, LLC	12-12032	General No Liability Claim	8	
20	Bogdan Nykiel and Patrycja Nykiel Jonathan Koyne 1038 Sterling Avenue, Suite 217 Flossmoor, IL 60422	4197	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Homecomings Financial, LLC	12-12042	Wrongful Foreclosure Claim	9-10	
21	Candy Shively Shore Line Realty & Associates, Inc 1407 Viscaya Pkwy # 2 Cape Coral, FL 33990	1714	10/25/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$445,039.56 Secured \$0.00 Priority \$0.44 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10	
22	Carol Ann Kocar c/o Margulies Faith LLP 16030 Ventura Blvd, Ste 470 Encino, CA 91436	5069	11/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$437,298.00 General Unsecured	GMAC Mortgage, LLC	12-12032	Litigation Dismissed with Prejudice Claim	11-12	
23	Ceceley Chapman The Law Offices of Pamela M. Loughman 260 Haverford Avenue Narberth, PA 19072	2375	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim; Wrong Debtor Claim	9-10, 13	
24	Ceceley Chapman The Law Offices of Pamela M. Loughman 260 Haverford Avenue Narberth, PA 19072	2376	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Funding Company, LLC	12-12019	Wrongful Foreclosure Claim; Wrong Debtor Claim	9-10, 13	

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
25	Ceceley Chapman The Law Offices of Pamela M. Loughman 260 Haverford Avenue Narberth, PA 19072	2377	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	GMAC Mortgage, LLC	12-12032	Wrongful Foreclosure Claim	9-10
26	Ceceley Chapman The Law Offices of Pamela M. Loughman 260 Haverford Avenue Narberth, PA 19072	2378	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Homecomings Financial, LLC	12-12042	Wrongful Foreclosure Claim; Wrong Debtor Claim	9-10. 13
27	Ceceley Chapman The Law Offices of Pamela M. Loughman 260 Haverford Avenue Narberth, PA 19072	2379	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Asset Mortgage Products, Inc.	12-12053	Wrongful Foreclosure Claim; Wrong Debtor Claim	9-10. 13
28	Chadwick J. Dudley 10530 White Lake Court Tampa, FL 33626	1582	10/23/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$838,500.00 Secured \$0.00 Priority \$490,191.43 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10
29	CHIN HUANG LEE AND MAN LEI 95 WALNUT TREE HILL RD HUANG AND BRUNETTI AND SONS PROPERTY SANDY HOOK, CT 06482	4570	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$150,537.25 Priority \$0.00 General Unsecured	GMAC Mortgage, LLC	12-12032	General No Liability Claim	8
30	Christopher R Greer And Ronna L Greer Husband and Wife Christopher R Greer And Ronna L Greer 8040 Tuscarora Road NW Albuquerque, NM 87114-5901	1987	10/30/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$161,166.42 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim; General No Liability Claim	8, 10
31	Clifton Boyd Woods Sr. C/O 213 Cottondale Drive Brownsville, TN 38012	3536	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$180,000.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10
32	Corrine L. Cline 17001 Tennyson Pl. Granada Hills, CA 91344	3621	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$469,859.30 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim	8

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
33	Courtney Alsobrook c/o Bern A. Mortberg, Attorney at Law 3724 Norwich Lane Plano, TX 75025	5590	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$350,000.00 General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim	11-12
34	Darrylin Wenzel Young Breedon Law Firm, LLC Patrick D. Breedon & P Michael Breedon 830 Union St., Ste 300 New Orleans, LA 70112	2124	11/02/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$250,000.00 General Unsecured	GMAC Mortgage, LLC	12-12032	Litigation Dismissed without Prejudice Claim	12
35	Dave Bellot 3827 Garden Way Missouri City, TX 77459	4882	11/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$112,400.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
36	David L Smith & Cheryl A Smith 6090 E 100 S Columbus, IN 47201	3902	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$231,719.43 General Unsecured	Residential Capital, LLC	12-12020	Escrow Issues Claim	9
37	David Orwick Richard F. Hussey, P.A. PO Box 14333 Fort Lauderdale, FL 33302	4375	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	GMAC Mortgage, LLC	12-12032	Litigation Dismissed with Prejudice Claim	11-12
38	Deborah Jinkerson 2662 Bonniebrook Dr Maryland Heights, MO 63043-0000	1645	10/22/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10
39	Dennis G. Burgin & Marcene L. Burgin Dennis Burgin 8759 Quail Valley Dr Redding, CA 96002	4494	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$350,000.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
40	Dennis Giannias 564 B Lowell Street Peabody, MA 01960	4124	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$650,000.00 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim	8



In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
41	Dianna Neace 4343 Maycrest Ave. Los Angeles, CA 90032	3965	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$278,000.00 Secured \$0.00 Priority \$222,000.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
42	Dustin L Spangler LGH 6788 South 1300 East Cottonwood Heights, UT 84121	2211	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$407,236.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10
43	Edgar A. Soto & Sara Soto 210 S. 44th Ave. Northlake , IL 60164	2865	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$229,525.00 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10
44	Edmund James Ryan 6731 Stanley Ave. Carmichael , CA 95608	2374	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$650,000.00 General Unsecured	Executive Trustee Services, LLC	12-12028	Standing Issues Claim	10
45	Edmund James Ryan 6731 Stanley Ave. Carmichael , CA 95608	2395	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$650,000.00 General Unsecured	GMAC Mortgage, LLC	12-12032	Standing Issues Claim	10
46	Edward A Morris and Jewell D Morris 7140 S. Sunnycrest Rd. Seattle, WA 98178	1947	10/29/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$260,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10
47	Erickson Thorpe & Swainston Ltd Jean M. Gagnon Longoni- Pamela D Longoni, Individually & as Guardian AD Litem for Lacey Longoni, & Jean M Gagnon, Vs GMAC MRTG, LLC, A ET AL 99 West Arroyo St, PO Box 3559 Reno, NV 89505	2293	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$600,000.00 General Unsecured	Residential Funding Company, LLC	12-12019	Miscellaneous Claim. Debtor had no involvement in the loan modification or servicing of Borrower's loan.	13
48	Erickson Thorpe & Swainston Ltd Jean M. Gagnon Longoni- Pamela D Longoni, Individually & as Guardian AD Litem for Lacey Longoni, & Jean M Gagnon, Vs GMAC MRTG, LLC, A ET AL 99 West Arroyo St, PO Box 3559 Reno, NV 89505	2296	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$600,000.00 General Unsecured	Residential Asset Mortgage Products, Inc.	12-12053	Miscellaneous Claim. Debtor had no involvement in the loan modification or servicing of Borrower's loan.	13

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged									
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection	
49	Erickson Thorpe & Swainston Ltd Pamela D. Longoni, Ind. & as GAL for Lacey Longini Longoni- Pamela D Longoni, Individually & as Guardian AD Litem for Lacey Longoni, & Jean M Gagnon, Vs GMAC MRTG, LLC, A ET AL 99 West Arroyo St, PO Box 3559	2292	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$600,000.00 General Unsecured	Residential Funding Company, LLC	12-12019	Miscellaneous Claim. Debtor had no involvement in the loan modification or servicing of Borrower's loan.	13	
50	Erickson Thorpe & Swainston Ltd Pamela D. Longoni, Ind. & as GAL for Lacey Longini Longoni- Pamela D Longoni, Individually & as Guardian AD Litem for Lacey Longoni, & Jean M Gagnon, Vs GMAC MRTG, LLC, A ET AL 99 West Arroyo St, PO Box 3559	2297	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$600,000.00 General Unsecured	Residential Asset Mortgage Products, Inc.	12-12053	Miscellaneous Claim. Debtor had no involvement in the loan modification or servicing of Borrower's loan.	13	
51	Evelyn Mearidy 5624 Robertson Ave Baton Rouge, LA 70805	4366	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$190,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10	
52	Everett A Blakeley 2723 Janice Drive High Point, NC 27263	4922	11/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Escrow Issues Claim	9	
53	Faeze and Cyrus Shahrzad Denbeaux & Denbeaux 366 Kinderkamack Road Westwood, NJ 07675-1675	1107	10/10/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,500,000.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim; Wrong Debtor Claim	8, 13	
54	FELICE AND CURTIS HUSKINS AND 4011 LUNAR DR #A FELICE HUSKINS SCHILLING ANCHORAGE, AK 99504	3499	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$423,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	GMAC Mortgage, LLC	12-12032	General No Liability Claim	8	
55	Felix O. Abu 6999 Romanzo Way Elk Grove, CA 95758	241	07/02/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$121,125.00 Secured \$0.00 Priority \$0.00 General Unsecured	Executive Trustee Services, LLC	12-12028	Litigation Dismissed with Prejudice Claim; Wrong Debtor Claim	11-12, 13	
56	Felix O. Abu 6999 Romanzo Way Elk Grove, CA 95758	246	07/02/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$1,248,955.60 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim; Wrong Debtor Claim	11-12, 13	

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged									
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection	
57	FLOYD GREEN 3 MISTLTOE LANE NEWNAN, GA 30265	2578	11/06/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$428,677.08 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim	8	
58	Fricke, Richard DEUTSCHE BANK TRUST COMPANY AMERICAS AS TRUSTEE FOR RALI 2005QS9 VS. RICHARD J. FRICKE, ET AL (NEED CAPTION FROM COMPLAINT) 700 Warren Road, APT 19-1-F Ithaca, NY 14850	879	10/01/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$312,000.00 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10	
59	Gary W. Smith 14010 Chamy Drive Reno, NV 89521	3704	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$109,651.32 General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed without Prejudice Claim	12	
60	Genevieve K. Capozzoli 5 Tudor City Place #619 New York, NY 10017	4910	11/15/2012	\$75,000.00 Administrative Priority \$0.00 Administrative Secured \$189,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10	
61	Gerald Gandrup PO Box 67359 Scotts Valley, CA 95067	4167	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,000,000.00 General Unsecured	Residential Capital, LLC	12-12020	Litigation Voluntarily Dismissed Claim	12-13	
62	GMAC Mortgage LLC Mortgage Electronic Registration Systems Inc Wells Fargo Bank NA As trustee for Harborview et al LAW OFFICES OF MICHAEL YESK 70 DORAY DR STE 16 PLEASANT HILL, CA 94523	994	10/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,802,500.00 General Unsecured	GMAC Mortgage, LLC	12-12032	Litigation Voluntarily Dismissed Claim	12-13	
63	GREGORY D. SCHROTH NANCY K. SCHROTH 9465 RIDGE RD GOODRICH, MI 48438	658	09/24/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$350,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Interest Rates Claim	11	
64	GUERRINO DEGLI ESPOSTI 196 LA VEREDA RD SANTA BARBARA, CA 93108	2104	11/02/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$250,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8	

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
65	HALL, MARTIN GMAC MRTG,LLC VS MARTIN S HALL AKA MARTIN SCOTT HALL CHICAGO TITLE LAND TRUST CO AS TRUSTEE UTA DATED 3/26/07 AKA TRUS ET AL PO BOX 301 BARRINGTON, IL 60011-0301	872	10/01/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$14,000.00 Priority \$27,267.83 General Unsecured	GMAC Mortgage, LLC	12-12032	Litigation Dismissed without Prejudice Claim	12
66	Henry DeLery Reginald Roberts, Jr. 355 S. Grand Ave, Suite 2450 Los Angeles, CA 90071	564	09/19/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$311,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim	8
67	Iso Gradjan 9429 Sayre Avenue Morton Grove, IL 60053	4602	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$189,000.00 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim	8
68	Jacqueline A. Warner PO Box 2414 Redwood City, CA 94064	3502	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$1,049,290.15 Secured \$0.00 Priority \$0.00 General Unsecured	GMAC-RFC Holding Company, LLC	12-12029	Origination Issues Claim	8
69	James Jackson c/o Jessica Tovrov Goodman Law Offices 105 West Madison St. Suite 1500 Chicago, IL 60602	4664	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10
70	Jay Williams 5731 Post Rd. Bronx, NY 10471	6295	12/03/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$595,000.00 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim	8
71	Jeanann Muckridge 856 Gina Lane San Marcos, CA 92069	4627	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
72	Jesse Olivarez and Anna M. Hernandez 4121 Merlet Dr Pearland, TX 77584	2081	11/01/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$204,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
73	John and Anna Santos R. Steven Geshell, Esq. 345 Queen Street, Suite #709 Honolulu, HI 46813	1239	10/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$150,000.00 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10
74	John D. and Leni Sweeney P.O. Box 17387 Reno, NV 89511	2245	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$296,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
75	John Murrin 7045 Los Santos Dr Long Beach, CA 90815	4670	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$300,000.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10
76	John Sprouse 1601 N Sepulveda Blvd., #631 Manhattan Beach, CA 90266	4588	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim	11-12
77	John Sprouse 1601 N Sepulveda Blvd., #631 Manhattan Beach, CA 90266	4897	11/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim	11-12
78	John Sprouse 1601 N Sepulveda Blvd., #631 Manhattan Beach, CA 90266	4898	11/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim	11-12
79	John Sprouse 1601 N Sepulveda Blvd., #631 Manhattan Beach, CA 90266	4900	11/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim	11-12
80	John Sprouse 1601 N Sepulveda Blvd., #631 Manhattan Beach, CA 90266	4901	11/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim	11-12

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
81	John Sprouse 1601 N Sepulveda Blvd., #631 Manhattan Beach, CA 90266	4903	11/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim	11-12
82	John Sprouse 1601 N Sepulveda Blvd., #631 Manhattan Beach, CA 90266	4941	11/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim	11-12
83	John Sprouse 1601 N Sepulveda Blvd., #631 Manhattan Beach, CA 90266	4943	11/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim	11-12
84	Jonathan Somera 118 Tamarack Dr Hercules, CA 94547	5427	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$270,000.00 General Unsecured	GMAC-RFC Holding Company, LLC	12-12029	Litigation Voluntarily Dismissed Claim	12-13
85	Joseph C. Maneri 113 Avenue A Holbrook, NY 11741	1888	10/26/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,800,000.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim; Wrongful Foreclosure Claim	8, 9
86	Karen & Paul Six 4037 Compass Rose Way Las Vegas, NV 89108	4932	11/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$104,263.71 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
87	Karen Mobley Gunn Estate C/O 2095 Exeter Road, Suite 80 Germantown, TN 38138	2372	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$245,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	GMAC Mortgage, LLC	12-12032	Litigation Voluntarily Dismissed Claim	12-13
88	Keith Pelzel vs LSI Title Agency Inc Financial Network Inc First American Title et al Natural Resource Law Group 2217 NW Market St Ste 27 SEATTLE, WA 98107	4640	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$550,000.00 General Unsecured	Homecomings Financial, LLC	12-12042	Litigation Settled with Release Claim	12

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
89	Kenneth Scott Cousens and Jerry Lee Berneathy Kenneth Cousens 27475 Ynez Rd. #438 Temecula, CA 92591	3790	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$750,000.00 Secured UNLIQUIDATED Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim	11-12
90	Kevin C. Kovacs 1876 Highpoint Road PO Box 413 Coopersburg, PA 18036	1275	10/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$346,004.70 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10
91	Krista Dagmar Rector and Michael Clay Thompson 147 Healdsburg Avenue Cloverdale, CA 95425	1166	10/11/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
92	Leslie Gilliam 15832 S. 7th Drive Phoenix, AZ 85045	5674	11/16/2012	\$127,743.80 Administrative Priority \$0.00 Administrative Secured \$17,000.00 Secured \$0.00 Priority \$110,743.80 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10
93	Lilia B. Medrano 2402 Ave Terrace NW Winter Haven, FL 33880	3466	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$128,000.00 Secured \$0.00 Priority \$183,111.11 General Unsecured	GMAC Mortgage, LLC	12-12032	Standing Issues Claim	10
94	Lillie Young - Alexander 6356 Goral Court Waldorf, MD 20603	3913	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$292,000.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10
95	Linda Marie McCarthy 120 Punakea Loop Lahaina, HI 96761	1975	10/29/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$233,000.00 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim	8
96	Loretta V. Kelaher 123 Clermont Ave Brooklyn, NY 11205	2484	11/06/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$152,179.22 General Unsecured	Residential Capital, LLC	12-12020	Escrow Issues Claim	9

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
97	Louise M. Webb 6788 South 1300 East Cottonwood Heights, UT 84121	2105	11/02/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$132,500.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10
98	Maria Chavez 1881 Mitchell Avenue #70 Tustin, CA 92780	4608	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim; Wrongful Foreclosure Claim	9, 10
99	Martha G Lindelow 68 River Drive Ormond Beach, FL 32176	5652	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$85,000.00 Secured \$35,000.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Escrow Issues Claim; Credit Reporting Issues Claim	9, 10-11
100	Mary Critchley Mayer Morganroth, Esq. 344 North Old Woodward Ave., Suite 200 Birmingham, MI 48009	1576	10/26/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$970,917.00 General Unsecured	GMAC Mortgage, LLC	12-12032	Wrongful Foreclosure Claim	9-10
101	Mary Ellen Farrell Law Office of Suzanne C. Quinonez, P.A. P.O. Box 130 Middleburg, FL 32050	3485	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$334,610.66 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10
102	Mary Luz-Johnsen 1510 SW 32nd Ter Cape Coral, FL 33914	1852	10/26/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$297,074.78 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10
103	Mary Murphy 6622 Estate View Drive South Blacklick, OH 43004	4663	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$251,000.00 Secured UNLIQUIDATED Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim	8
104	Michael and Gloria McGuinty 8708 53rd Terrace East Bradenton, FL 34211	5970	11/28/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10



In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged									
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection	
105	Michelle and Dustin Bunker 1124 East Gadzooks Drive Sandy, UT 84094	2132	11/02/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$499,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8	
106	Nancy A. Kisting PO Box 127 Waunakee, WI 53597-0127	6426	01/07/2013	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$395,844.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10	
107	Natalie Santana 6214 Walnut Creek Road Reno, NV 89523	2367	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$125,600.00 Secured \$0.00 Priority \$128,339.34 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8	
108	Natural Resource Law Group, PLLC - Jill Smith, Attorney KEITH PELZEL VS LSI TITLE AGENCY INC GMAC MRTG, LLC HOMECOMINGS FINANCIAL NETWORK INC FIRST AMERICAN TITLE INSURANCE ET AL 2217 NW Market Street, Suite 27, P.O. Box 17741 Seattle, WA 98127-1300	4685	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$60,000.00 General Unsecured	Homecomings Financial, LLC	12-12042	Litigation Settled with Release Claim	12	
109	Neville Evans and Maribeth Evans James B. Blackburn, Jr. Wiseman, Blackburn & Futrell PO Box 8996 Savannah, GA 31412	5267	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$850,000.00 General Unsecured	Residential Funding Company, LLC	12-12019	Wrongful Foreclosure Claim	9-10	
110	Neville Evans and Maribeth Evans James B. Blackburn, Jr. Wiseman, Blackburn & Futrell PO Box 8996 Savannah, GA 31412	5272	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$850,000.00 General Unsecured	Homecomings Financial, LLC	12-12042	Wrongful Foreclosure Claim	9-10	
111	Orlando D. Taglienti 130 Big Sky Trail Georgetown, TX 78633	3668	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$163,959.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim; Wrongful Foreclosure Claim	8, 9	
112	Orlena Lawson 78 Cedar St 2nd Fl Brooklyn, NY 11221	5801	11/20/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$502,863.78 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8	

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
113	Patrick Farrell 2904NW14th Terrace Cape Coral, FL 33993	1696	10/23/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
114	Patrick Farrell 2904 NW14th Terrace Cape Coral, FL 33993	4692	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$400,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
115	Patrick Lorne Farrell 2904 NW 14th Terrace Cape Coral, FL 33993	283	07/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
116	Patrick Lorne Farrell 2904 NW 14th Terrace Cape Coral, FL 33993	6281	12/03/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
117	Paul Joseph Powderly 522 South Helena Street Anaheim, CA 92805-4530	5741	11/19/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$280,000.00 Secured \$390,054.00 Priority \$390,054.00 General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed without Prejudice Claim	12
118	Penny Sargent c/o Boudreau Law Offices, PC 190 Riverside Steet, Unit 4A Portland, ME 04103	2785	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$228,025.27 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim	8
119	Perry E. Goerner 12 Wantage School Road Sussex, NJ 07461	3515	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority Created for Objection General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10
120	Peter Vidikan 1631 Cicero Drive Los Angeles, CA 90026-1603	5285	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$123,865.50 General Unsecured	Residential Capital, LLC	12-12020	Escrow Issues Claim; Interest Rates and Fees Collected Claim	9, 11

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged									
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection	
121	Phillip G. Wright 268 Tockwotten Cove Road Charlestown, RI 02813	4600	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	GMAC-RFC Holding Company, LLC	12-12029	Origination Issues Claim	8	
122	R Laine Lee 6788 South 1300 East Cottonwood Heights, UT 84121	2133	11/02/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$239,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8	
123	Rainer P. Warner 510 Entrada St. SE Palm Bay, FL 32909	1574	10/23/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$207,947.59 Secured \$0.00 Priority \$292,052.41 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10	
124	Raleigh Bunker 9299 South Hidden Peak Drive West Jordan, UT 84088	2136	11/02/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$535,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10	
125	Richard F. Cousins and Alice Arant-Cousins 1624 W. Lewis Avenue Phoenix, AZ 85007	2356	11/05/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$104,458.78 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10	
126	Robert A. Kirk 12 Atlantic Way Rockaway Pt., NY 11697	1601	10/25/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$130,000.00 General Unsecured	Residential Capital, LLC	12-12020	Wrongful Foreclosure Claim	9-10	
127	Robert D. House 2525 Banagher Way Duluth, GA 30097	4592	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$37,006,313.76 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10	
128	Robert Gregory Patrick 316 Elliott Road Fort Walton Beach, FL 32548	3608	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$196,790.75 General Unsecured	GMAC Mortgage, LLC	12-12032	Wrongful Foreclosure Claim	9-10	

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
129	ROSARIO ALESSI P.O. BOX 338 GILBERTSVILLE, NY 13776	1917	10/29/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$117,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Homecomings Financial, LLC	12-12042	Standing Issues Claim	10
130	Ryan T. Zohner Lou Gehrig Harris, PC 6790 South 1300 East Cottonwood Heights, UT 84121	2138	11/02/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$175,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10
131	Sarah R. Brandenburg PO Box 113 Malo, WA 99150	3729	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$275,400.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
132	Shomari Colver 1042 Olancho Dr Los Angeles, CA 90065	4216	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$678,500.00 Secured \$0.00 Priority \$335,000.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8
133	Simone Braham SIMONE BRAHAM VS TROY PANTON 175 Athabasco Drive Kissimmee, FL 34759	3823	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$4,011.12 General Unsecured	Residential Capital, LLC	12-12020	Litigation Dismissed with Prejudice Claim	11-12
134	Susan C. Schaper 409 Chandler Grant Dr. Cary, NC 27519	5692	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$182,419.44 General Unsecured	GMAC Mortgage, LLC	12-12032	Standing Issues Claim	10
135	Teelea Garbo Joseph A. Pfundstein, Esq. 21403 Chagrin Blvd. Suite 205 Beachwood, OH 44122	5558	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$150,000.00 Secured \$0.00 Priority \$55,000.00 General Unsecured	EPRE LLC	12-12024	General No Liability Claim; Wrongful Foreclosure Claim	8, 9
136	Thomas Gray 84 Tennis Plaza Rd Unit 15 Dracut, MA 01826	3719	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$180,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	GMAC-RFC Holding Company, LLC	12-12029	Wrongful Foreclosure Claim	9-10

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged								
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection
137	Tiempo Escrow II, a California Corporation Steven Ray Garcia Knapp, Petersen & Clarke 550 N. Brand Blvd., Suite 1500 Glendale, CA 91203	5635	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$70,808.56 General Unsecured	GMAC Mortgage, LLC	12-12032	Litigation Dismissed with Prejudice Claim	11-12
138	Timothy Pratt 45 Cedar Street San Anselmo, CA 94960	368	08/06/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$999,999.00 General Unsecured	Residential Capital, LLC	12-12020	Litigation Voluntarily Dismissed Claim	12-13
139	Tomas Diaz 5200 SW 122 Ave Miami, FL 33175	5935	11/27/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$400,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019	General No Liability Claim	8
140	Trust Company of America c/f Herb Rikelman c/o Wilson Elsner Moskowitz Edelman & Dicker LLP Attn David L. Tillem, Esq. (File No.12205.00011) 3 Gannett Drive White Plains, NY 10604	1400	10/18/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$150,582.51 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019	Wrongful Foreclosure Claim	9-10
141	Tyree, Maurice 10025 Pointe Cove Lakeland, TN 38002	1900	10/29/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$860,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	GMAC Mortgage, LLC	12-12032	Litigation Dismissed with Prejudice Claim	11-12

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged									
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection	
142	Tyrone Valkanas vs Acqura Loan Services LLC formerly doing business as National City Mortgage a division of National et al 1446 Agate Creek Way Chula Vista, CA 91915	2577	11/06/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,372,800.00 General Unsecured	Executive Trustee Services, LLC	12-12028	Miscellaneous Claim. The proof of claim is based on claims that are identical or substantially similar to those asserted in prior litigation by the claimant against Debtor, Executive Trustee Services, LLC ("ETS"). ETS never serviced nor had any monetary interest in the claimant's loan or the related real property. ETS's only association with the applicable loan was as the foreclosing trustee. Claimant's previous litigation was dismissed without prejudice based on the ETS Declaration of Non-Monetary Status, and this claim should be disallowed for the same reason.	13	
143	Tyrone Valkanas, pro se TYRONE VALKANAS VS ACQURA LOAN SVCS, LLC FORMERLY DOING BUSINESS AS NATL CITY MRTG, A DIVISION OF NATL CITY BANK OF IND ET AL 1446 Agate Creek Way Chula Vista, CA 91915	2569	11/06/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,372,800.00 General Unsecured	Residential Capital, LLC	12-12020	Wrong Debtor; Miscellaneous Claim. The proof of claim is based on claims that are identical or substantially similar to those asserted in prior litigation by the claimant against Debtor, Executive Trustee Services, LLC ("ETS"). ETS never serviced nor had any monetary interest in the claimant's loan or the related real property. ETS's only association with the applicable loan was as the foreclosing trustee. Claimant's previous litigation was dismissed without prejudice based on the ETS Declaration of Non-Monetary Status, and this claim should be disallowed for the same reason. Claimant has asserted no other basis for a claim against Residential Capital, LLC.	13	
144	Virginia Albertson 106 Lake Arrowhead Circle Bear, DE 19701	4198	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$143,000.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8	

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTIETH OMNIBUS OBJECTION - NO LIABILITY - BOOKS AND RECORDS (BORROWER CLAIMS)

Claims to be Disallowed and Expunged									
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Reason(s) for Disallowance	Relevant Page(s) of Objection	
145	Vivian L. Ladson 309 Lafayette Avenue, Apt. 10F Brooklyn, NY 11238	1258	10/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$200,000.00 General Unsecured	GMAC-RFC Holding Company, LLC	12-12029	Origination Issues Claim; Escrow Issues	8, 9	
146	Wayne S. Whiting, Sr. 80 Fairview Drive Richmond Hill, GA 31324	2570	11/06/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$212,700.00 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Origination Issues Claim	8	
147	William C & Ruby Starling 556 Glens Ford Drive Fayetteville, NC 28314	1145	10/10/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured	Residential Capital, LLC	12-12020	General No Liability Claim	8	
148	William Oden 7924 Briardale Dr. Charlotte, NC 28212	1946	10/29/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$158,316.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10	
149	William Shaughnessy Law Office of Suzanne C. Quinonez, P.A. P.O. Box 130 Middleburg, FL 32050	3507	11/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$334,610.66 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Standing Issues Claim	10	